

MARVEL®

THE FALL OF THE MUTANTS™

X-FACTOR™

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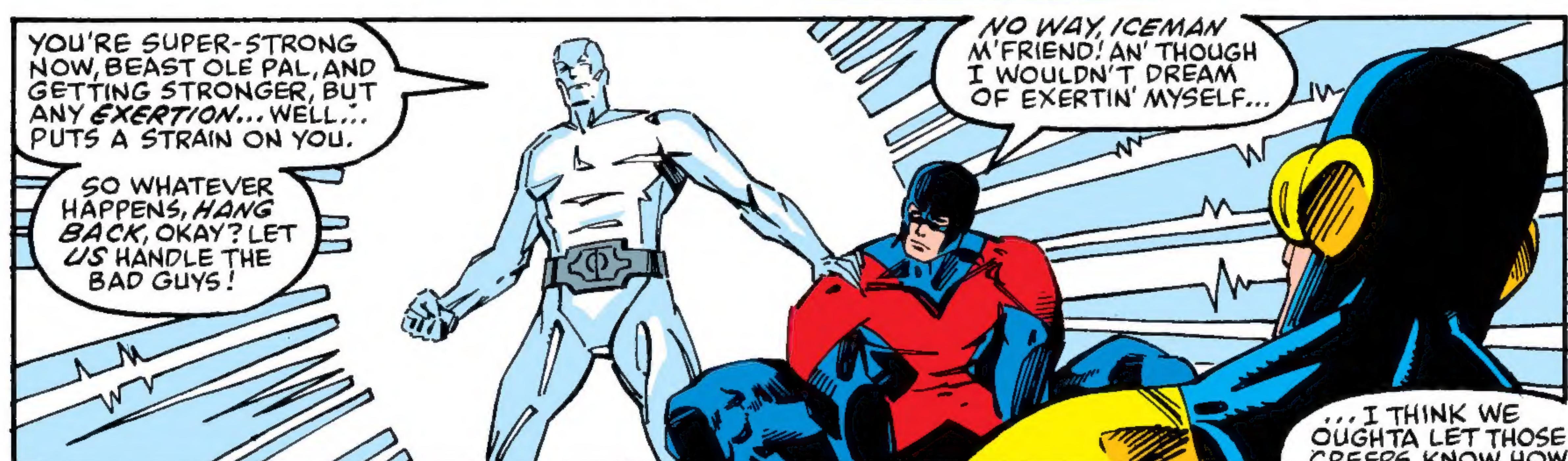
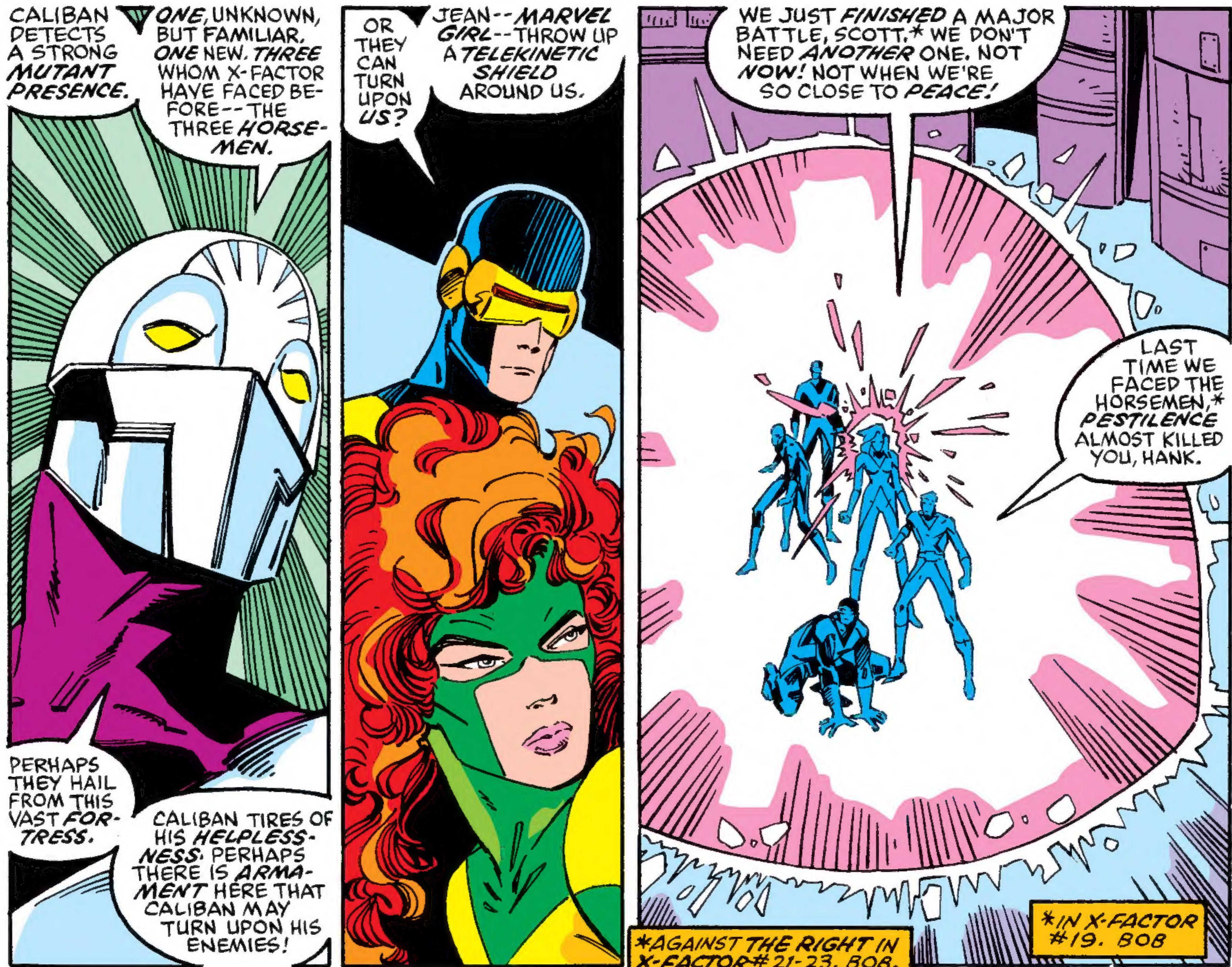


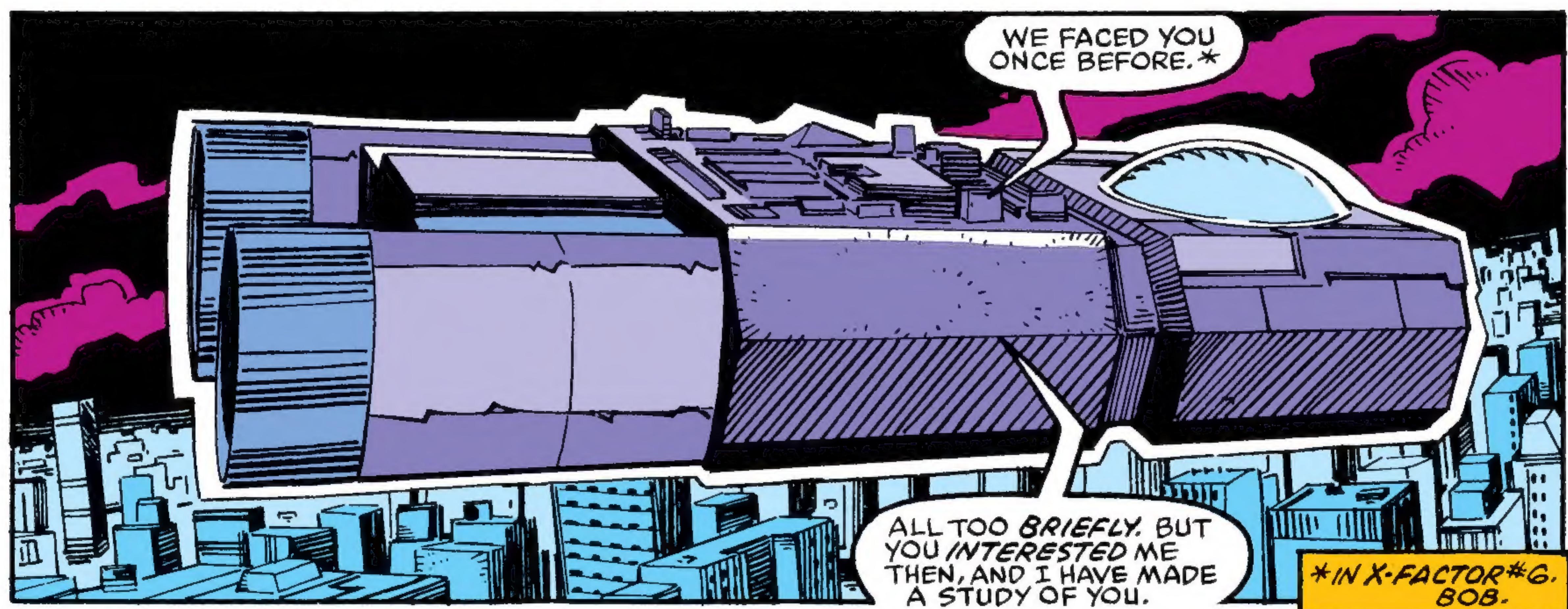
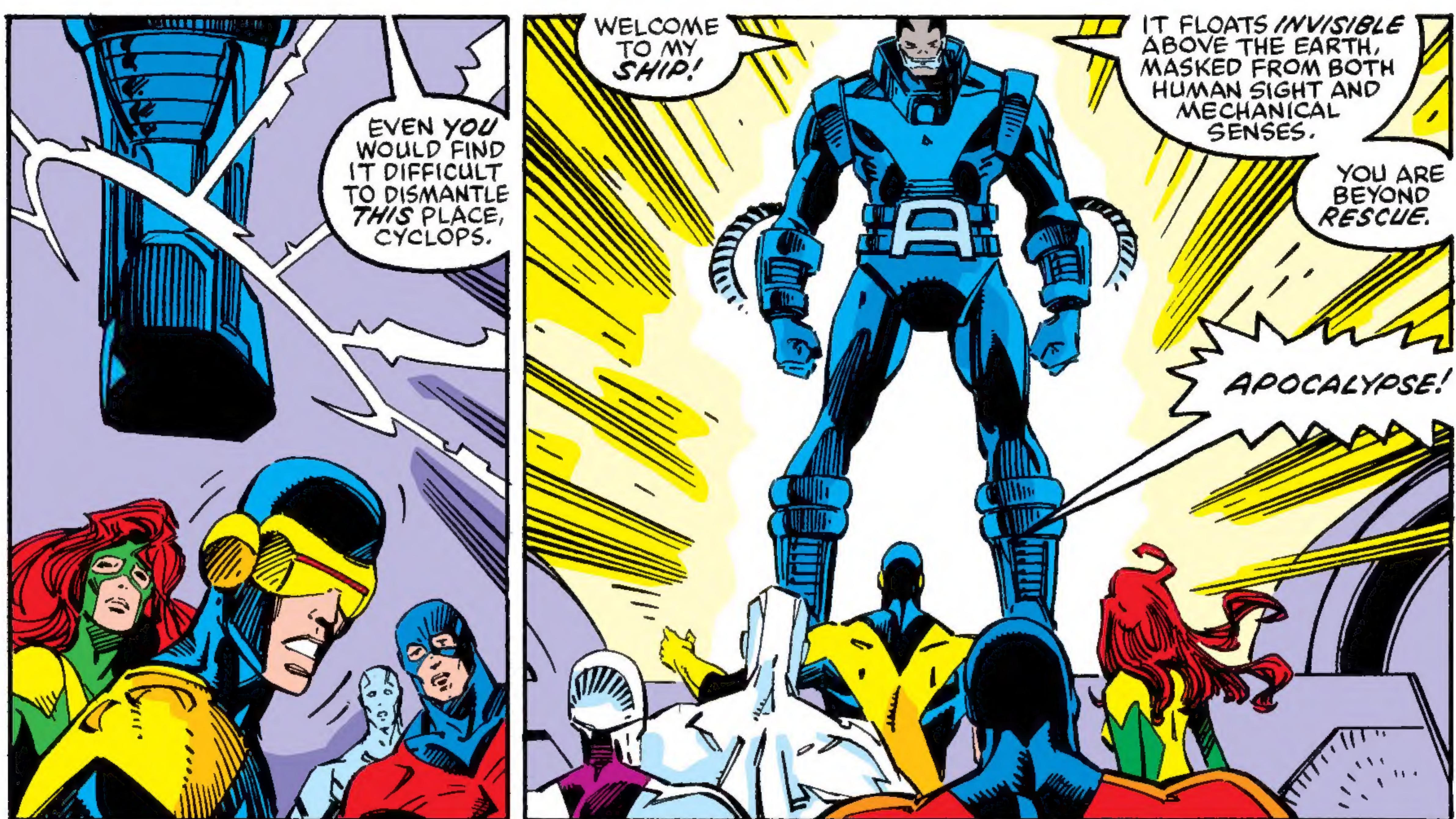
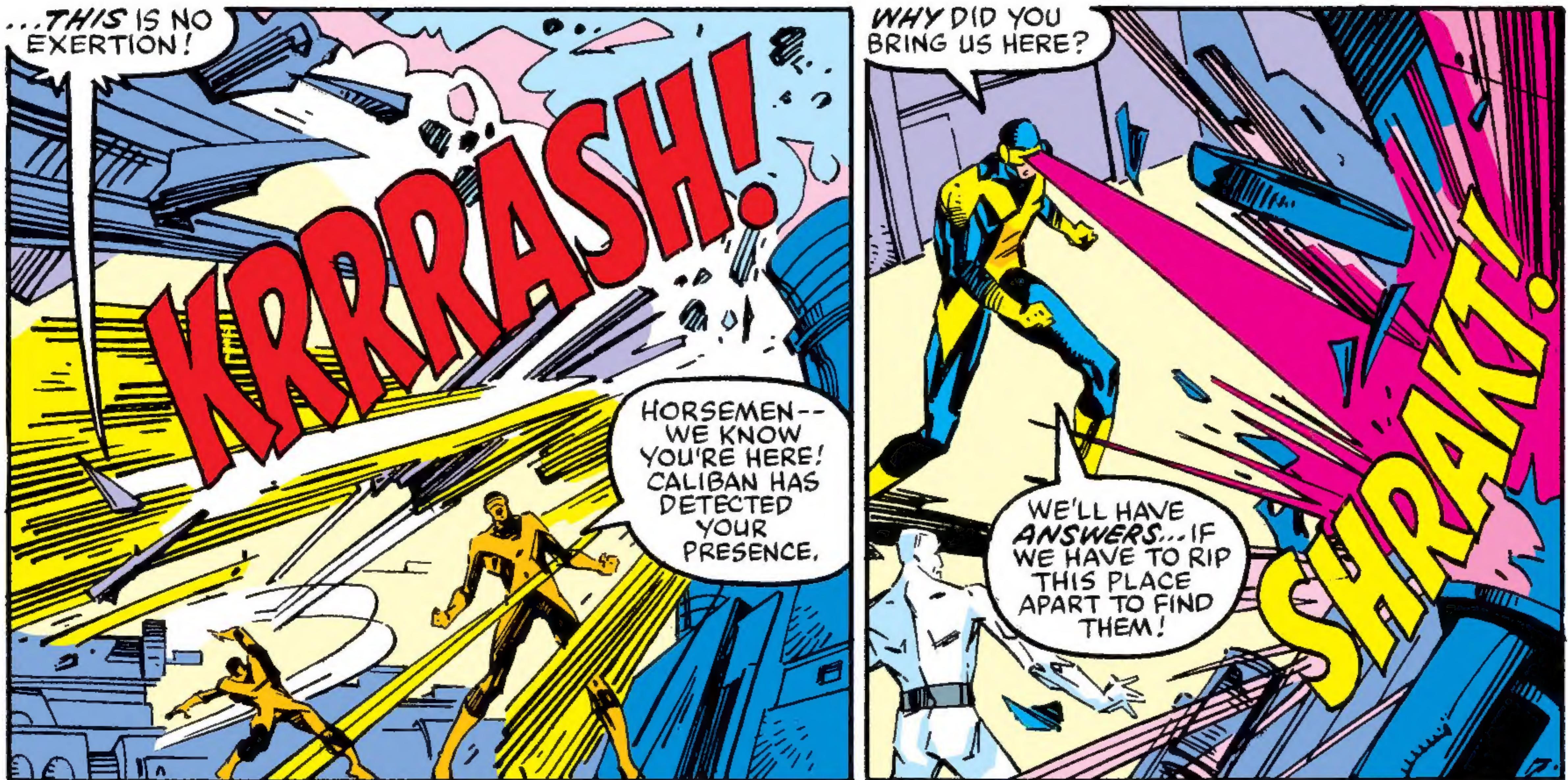
SOMETIMES A STORY DOES NOT BEGIN PRECISELY AT THE BEGINNING. A MOMENT AGO, THE X-FACTOR TEAM WAS IN VIRGINIA. NOW, IN THE BLINK OF AN EYE, THEY ARE ELSEWHERE.

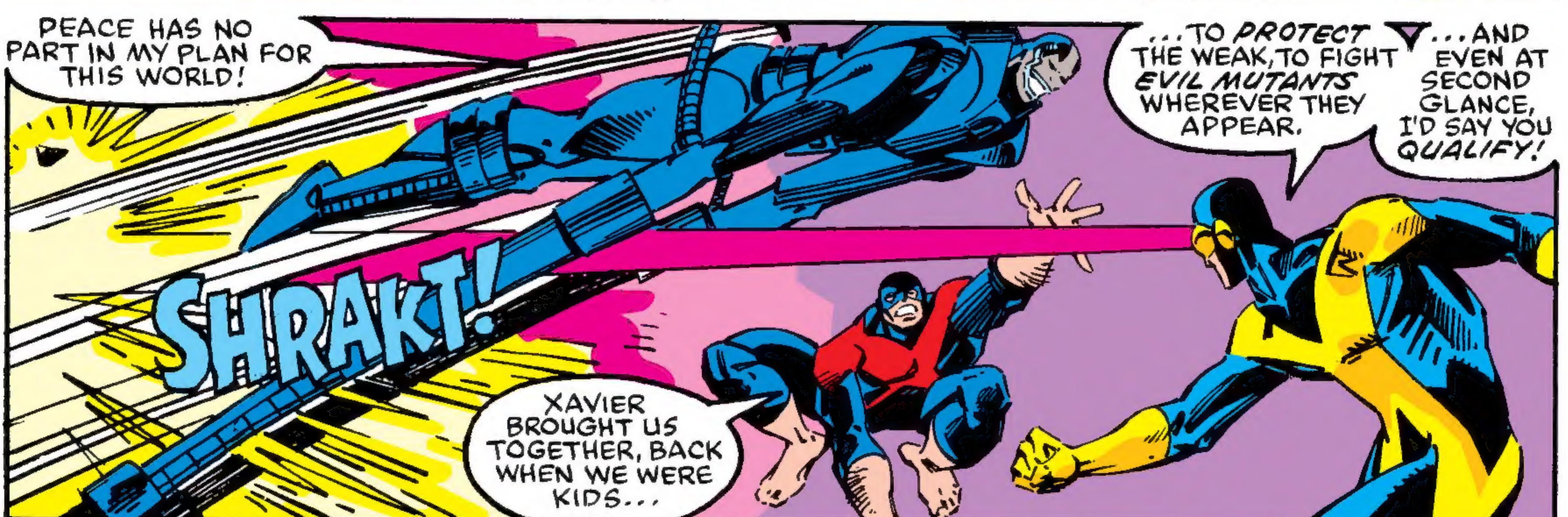
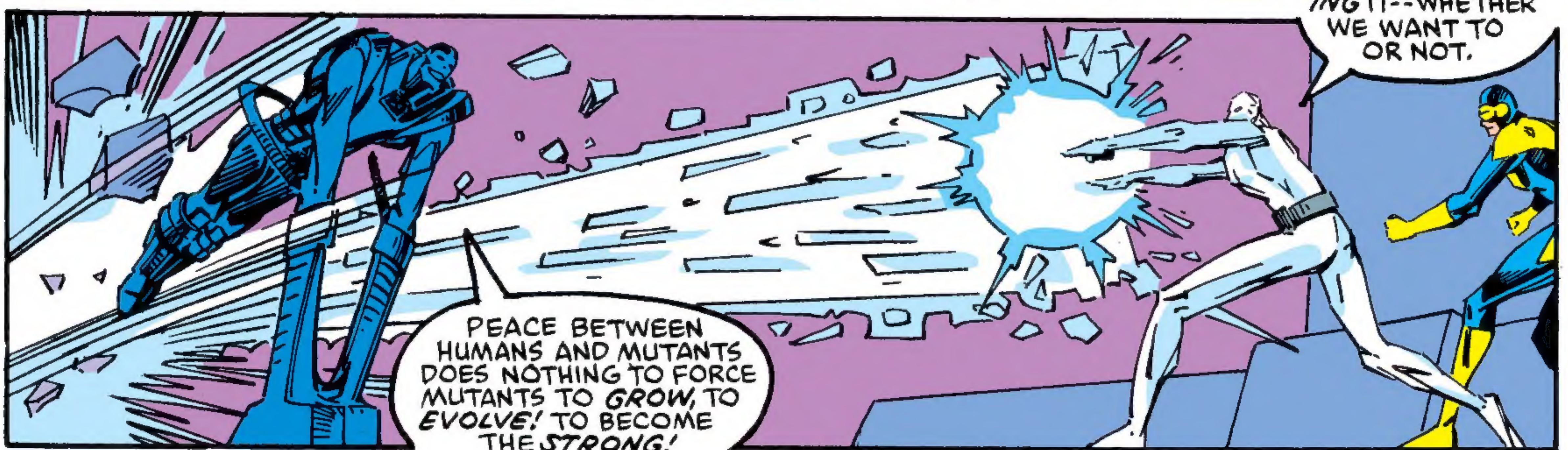
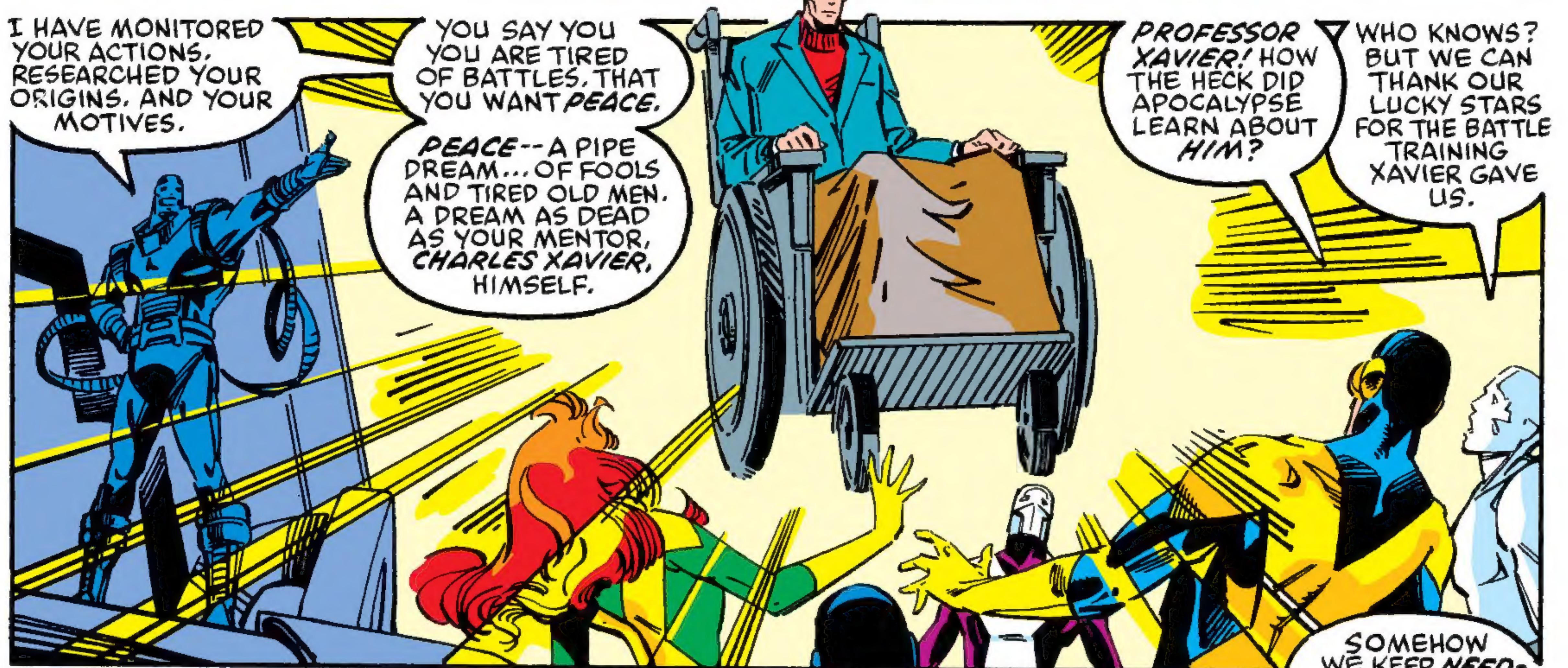
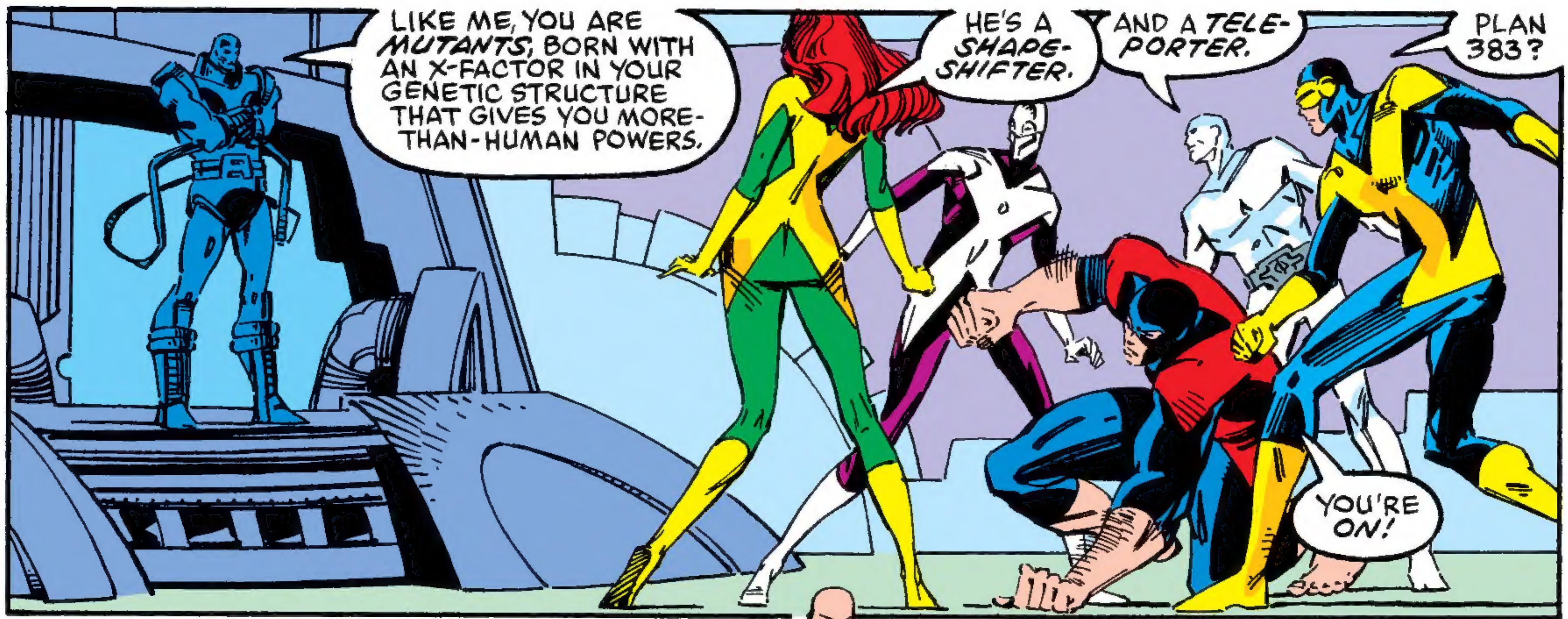


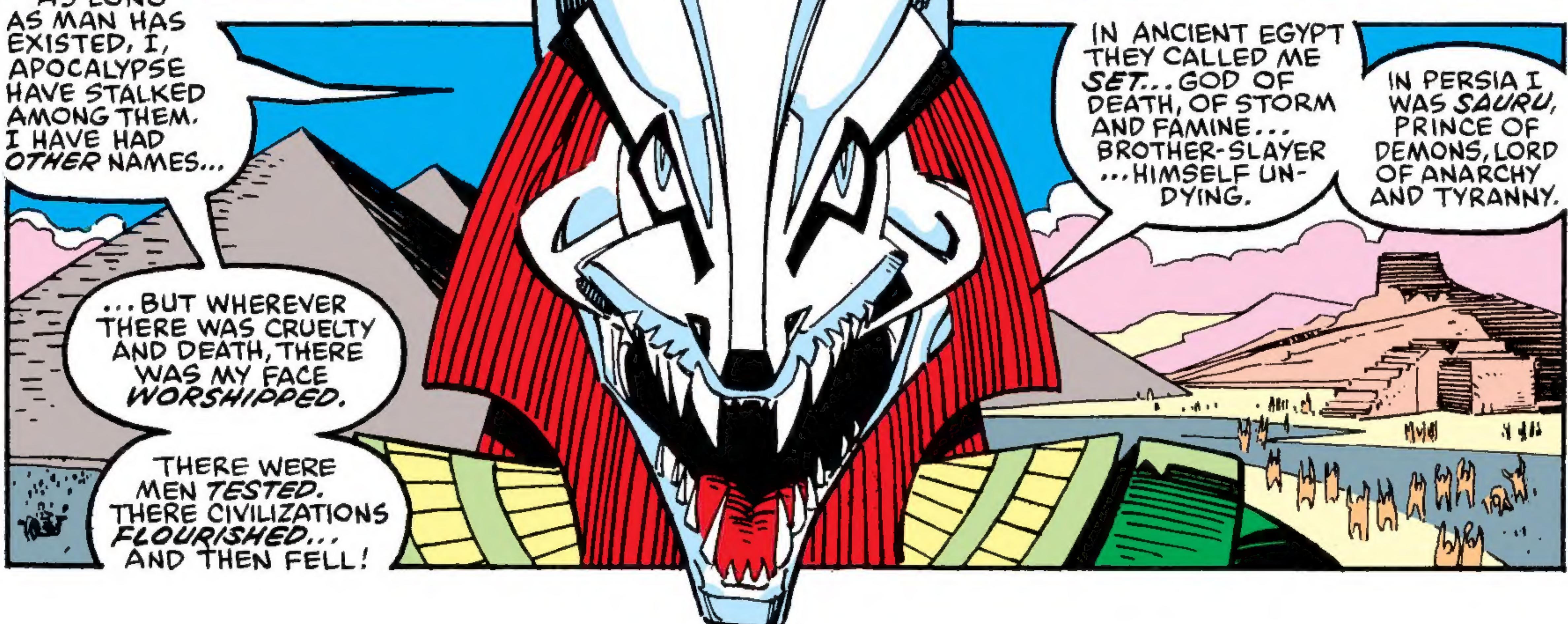
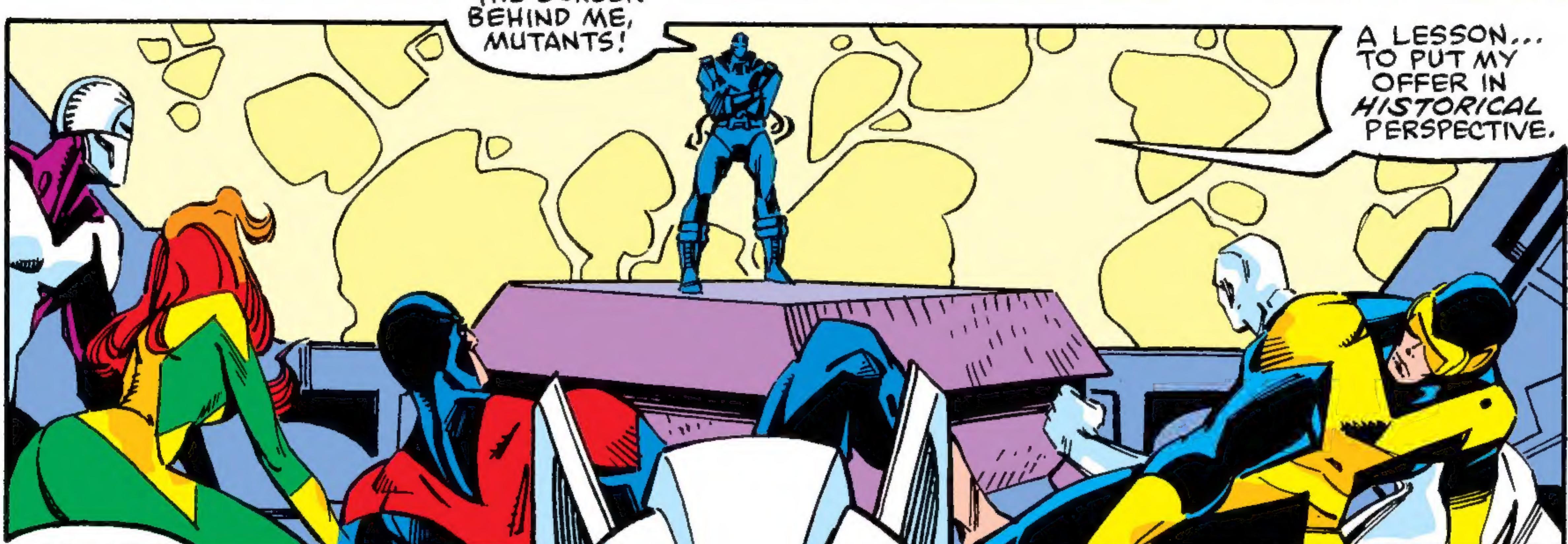
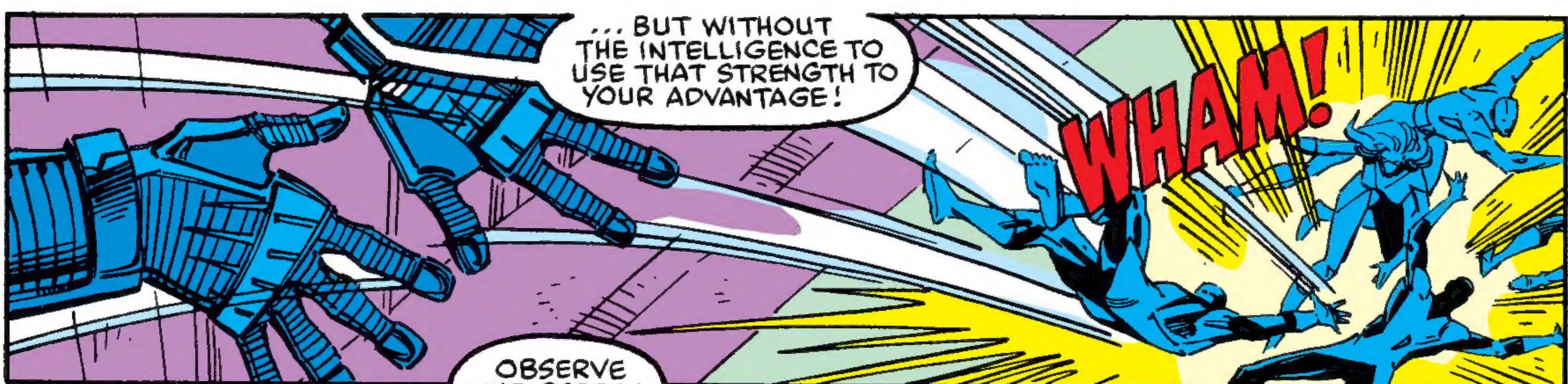
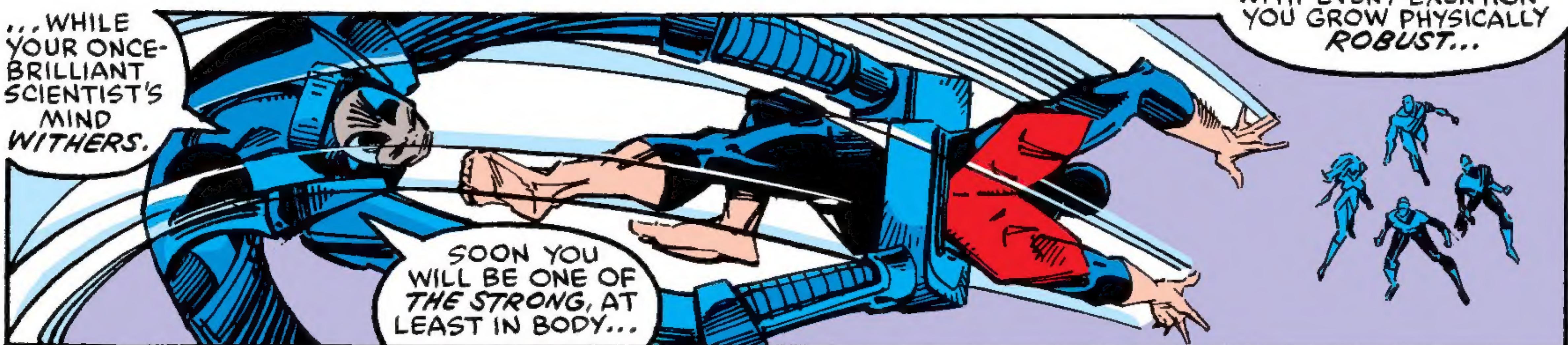
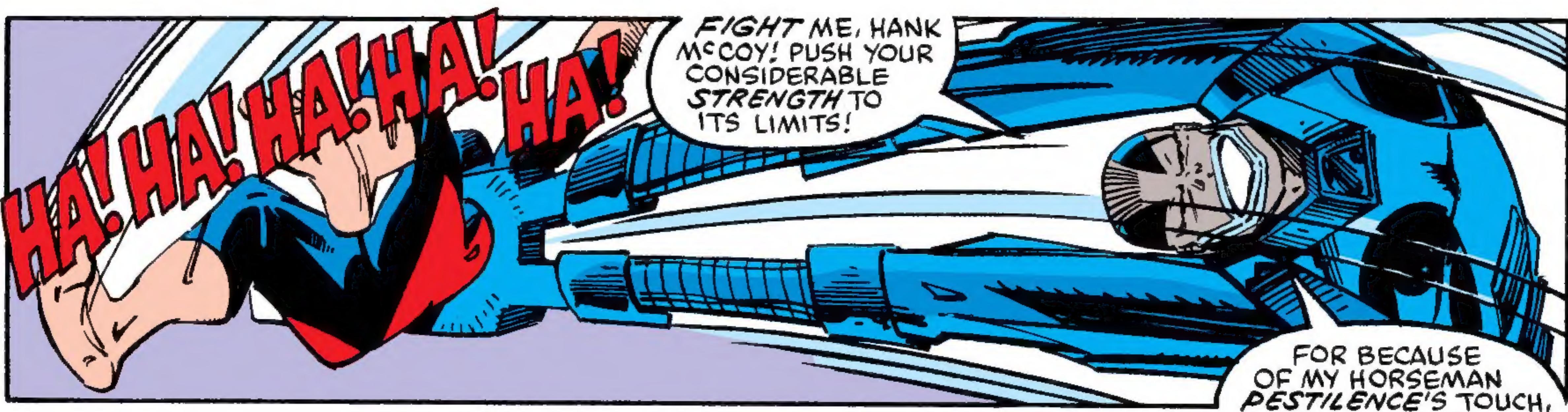
LOUISE SIMONSON WALTER SIMONSON BOB WIACEK JOE ROSEN PETRA SCOTESE BOB HARRAS TOM DEFALCO
WRITER PENCILER INKER LETTERER COLORIST EDITOR EDITOR IN CHIEF

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THE AZTECS CALLED ME
HUITZILOPOCHTLI...
GOD OF WAR AND
BLOODY SACRIFICE.

IN INDIA, I WAS FOUR-ARMED KALI-MA, THE
BLACK MOTHER, SWORD-WIELDING, DRAPED
IN SNAKES, GIRDLED IN SKULLS.

ALWAYS I BROUGHT
GROWTH, JUDGMENT,
DESTRUCTION. AS IT
WAS BEFORE, SO WILL
IT BE AGAIN.

SO FAR,
X-FACTOR, YOU
HAVE SERVED ME,
PRETENDED TO
BE HUMAN
MUTANT
HUNTERS...

FUELING
MUTANTS' FEAR
OF HUMANS AND
HUMANS' HATRED
OF MUTANTS.

A
MISTAKE!

WE
NEVER
MEANT....!

WE WERE
TRICKED...
BETRAYED!

"BETRAYAL...AH, YES!
I WAS COMING TO
BETRAYAL!"

"YOU SEE BEFORE
YOU WARREN
WORTHINGTON III.
X-FACTOR'S FOUNDER
AND FINANCIER."

"A MAN WHO HAD EVERY-
THING INCLUDING GOOD
INTENTIONS. A MAN WHO
GREW WINGS. WHO FLEW.
WHO CALLED HIMSELF
THE ANGEL."

"WHO WAS BETRAYED BY
A JEALOUS HUMAN-- HIS
WINGS AMPUTATED..."

...HIS FORTUNE STOLEN
BY HUMANS WHO CALL
THEMSELVES THE RIGHT,
BUT WHOSE METHODS--
DESTRUCTION AND
DEATH--SERVE ME...

...AS YOU
HAVE, SO FAR,
SERVED ME.

THE RIGHT ENCOURAGES
FEAR, HATRED AND GREED--
THE GAUNTLET IN WHICH
ALL WHO LIVE ON EARTH
ARE TESTED.

I ALLOWED WORTHINGTON'S
RUIN, YOU CAUSED IT BY
YOUR BLINDNESS IN THE
HUMANS' HATRED.

YOU HAVE POWER.
I HAVE VISION. JOIN
ME, FOLLOW ME! I
OFFER YOU DOMINION
OVER THEM.

WHO GAVE YOU THE
POWER TO OFFER
US DOMINION OVER
ANYTHING?

HUMANS AND MUTANTS
HAVEN'T DONE SO
WELL AT LIVING TO-
GETHER, SO FAR, BUT
MAYBE THEY HAVEN'T
REALLY TRIED.

CALIBAN'S
PEOPLE, THE
MORLOCKS, CREATED
A SEPARATE MU-
TANT STATE, AWAY
FROM THE HUMANS'
SIGHT.

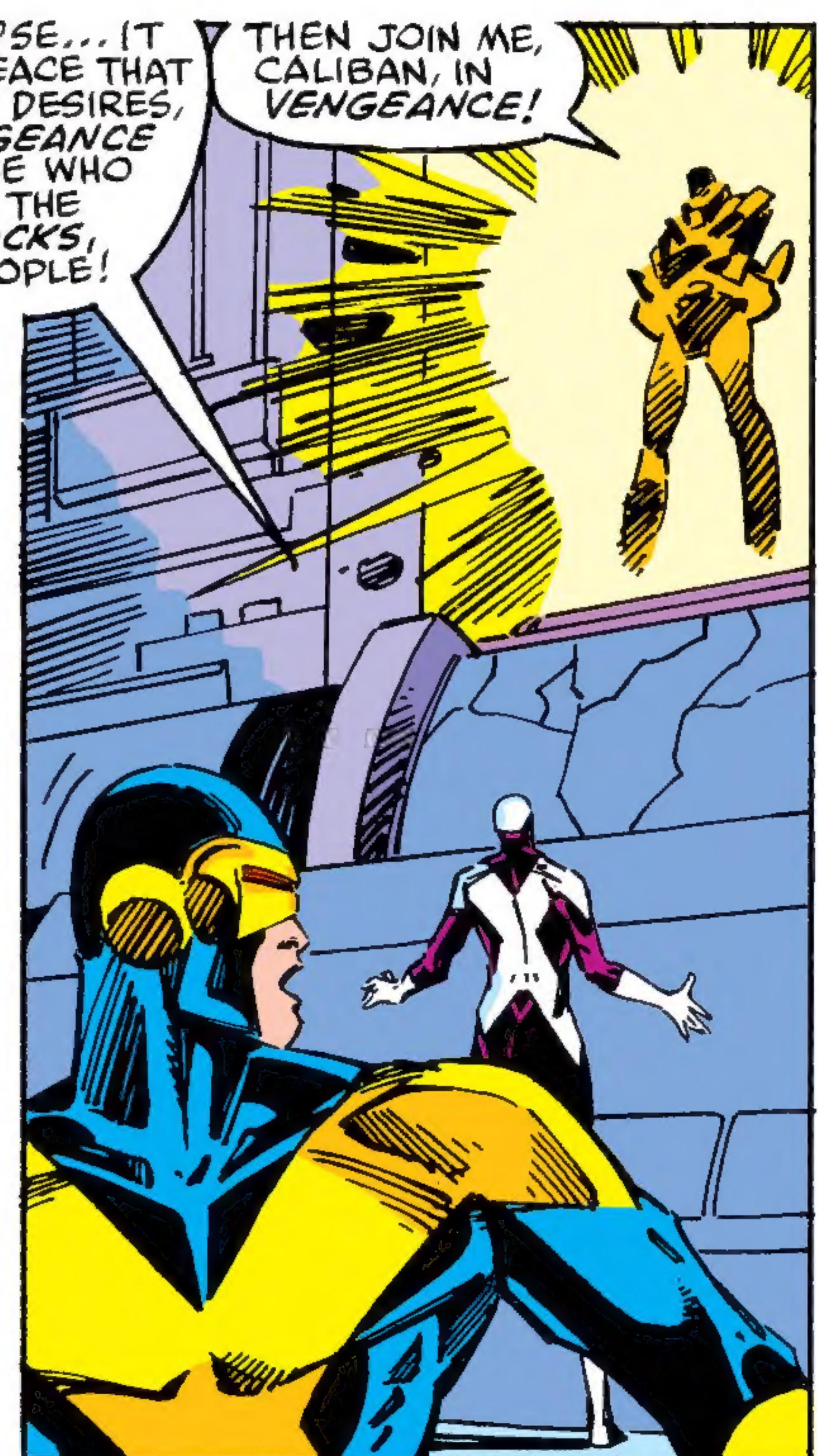
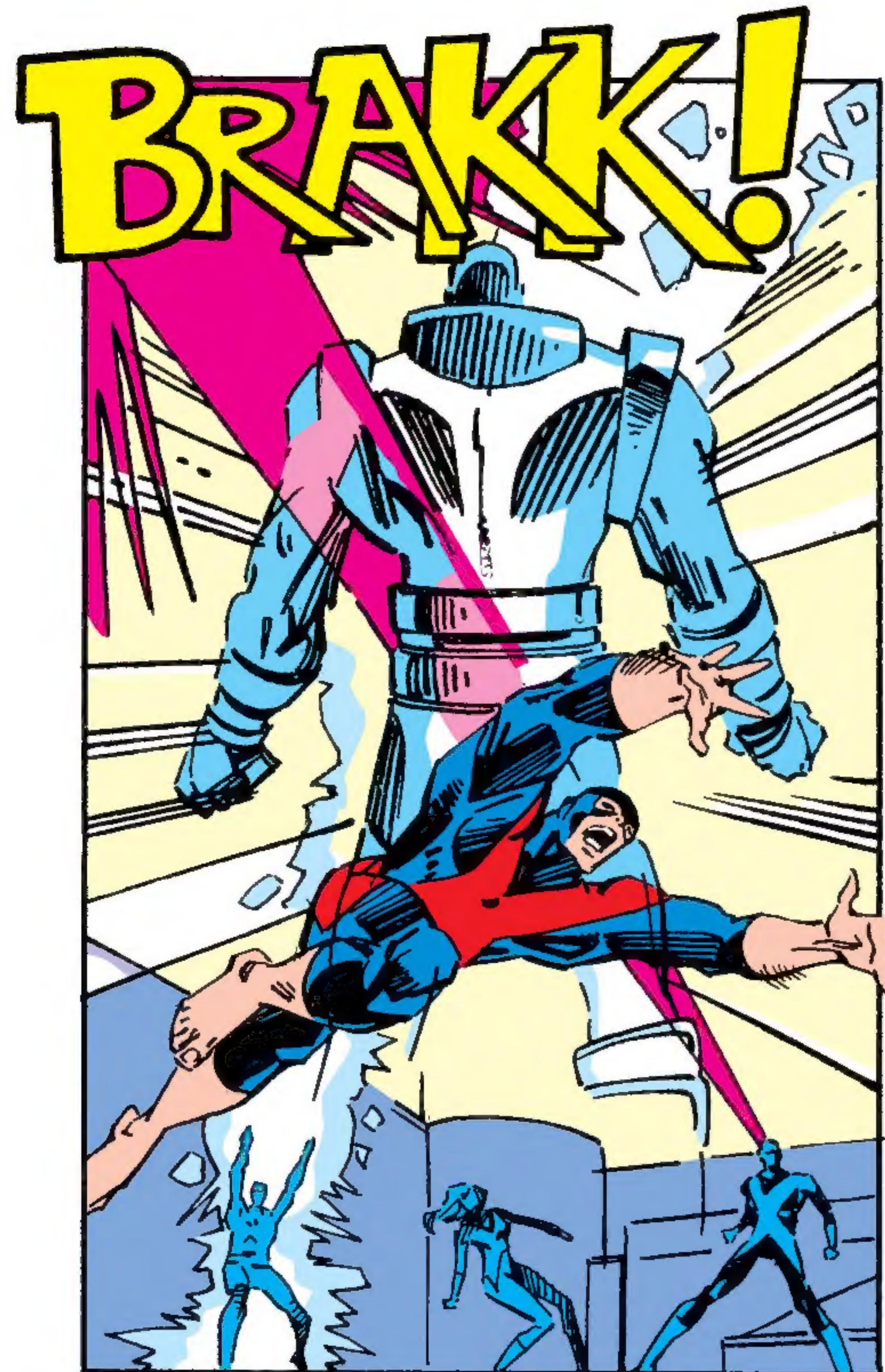
IT WAS THE
MARAUDERS,
OTHER MUTANTS,
WHO ATTACKED
AND DESTROYED
THEM!

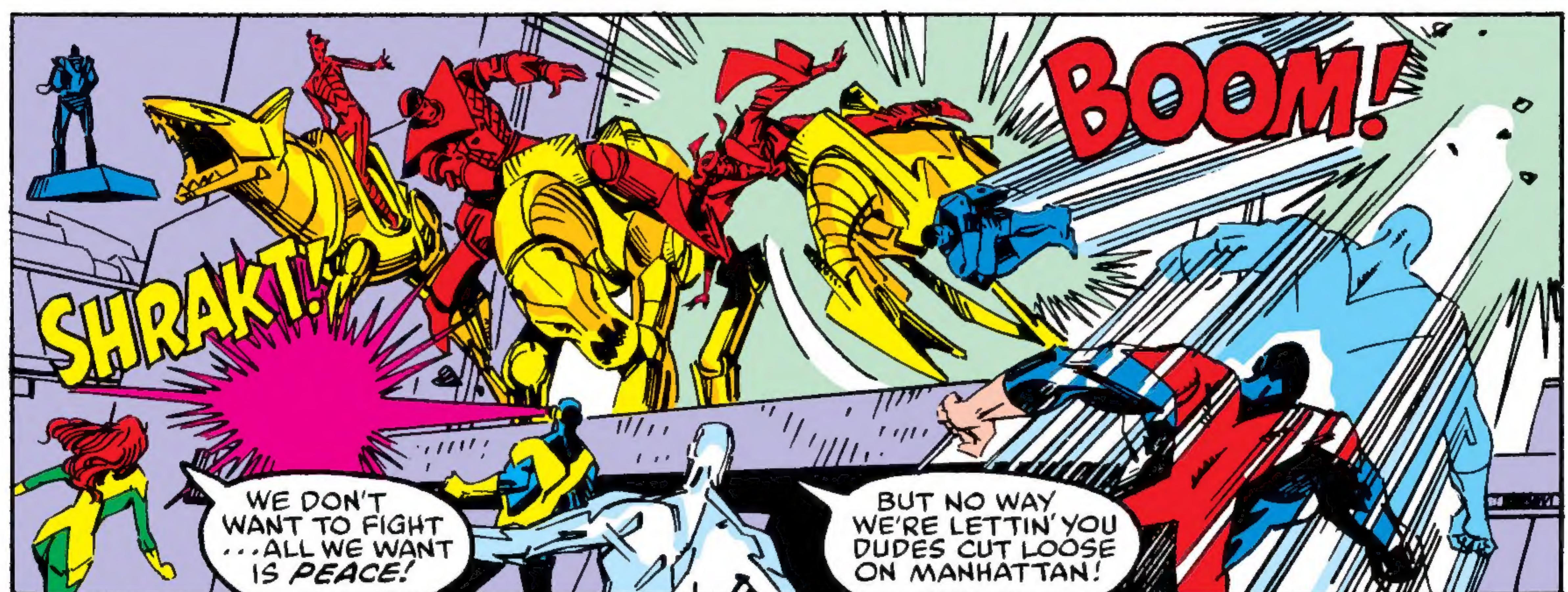
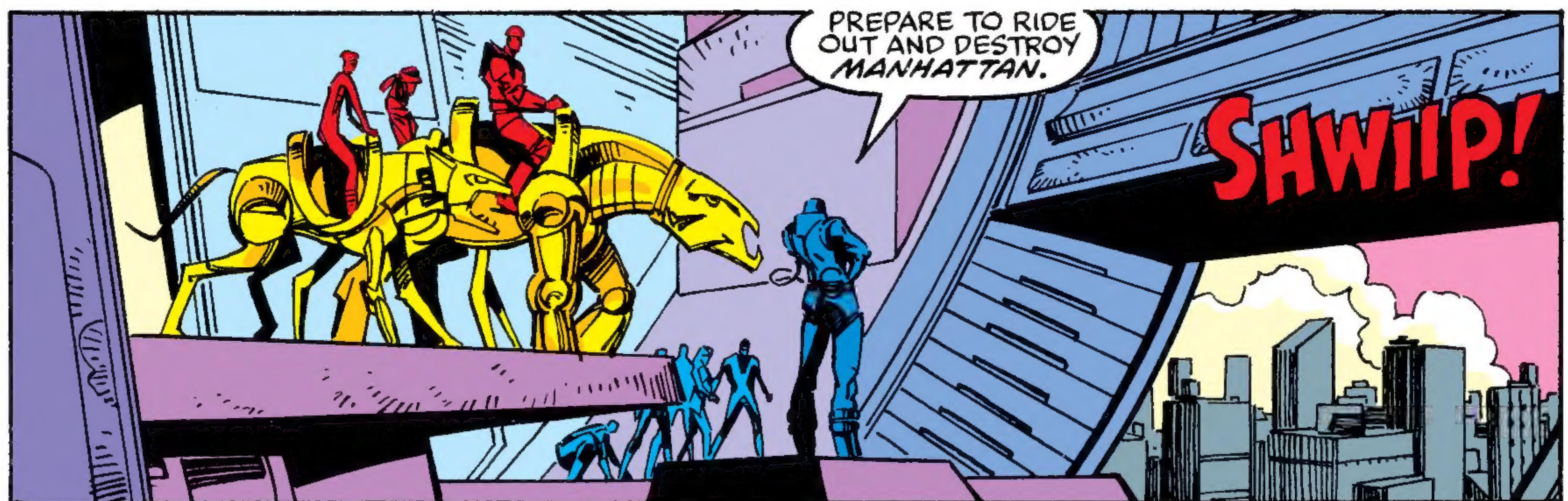
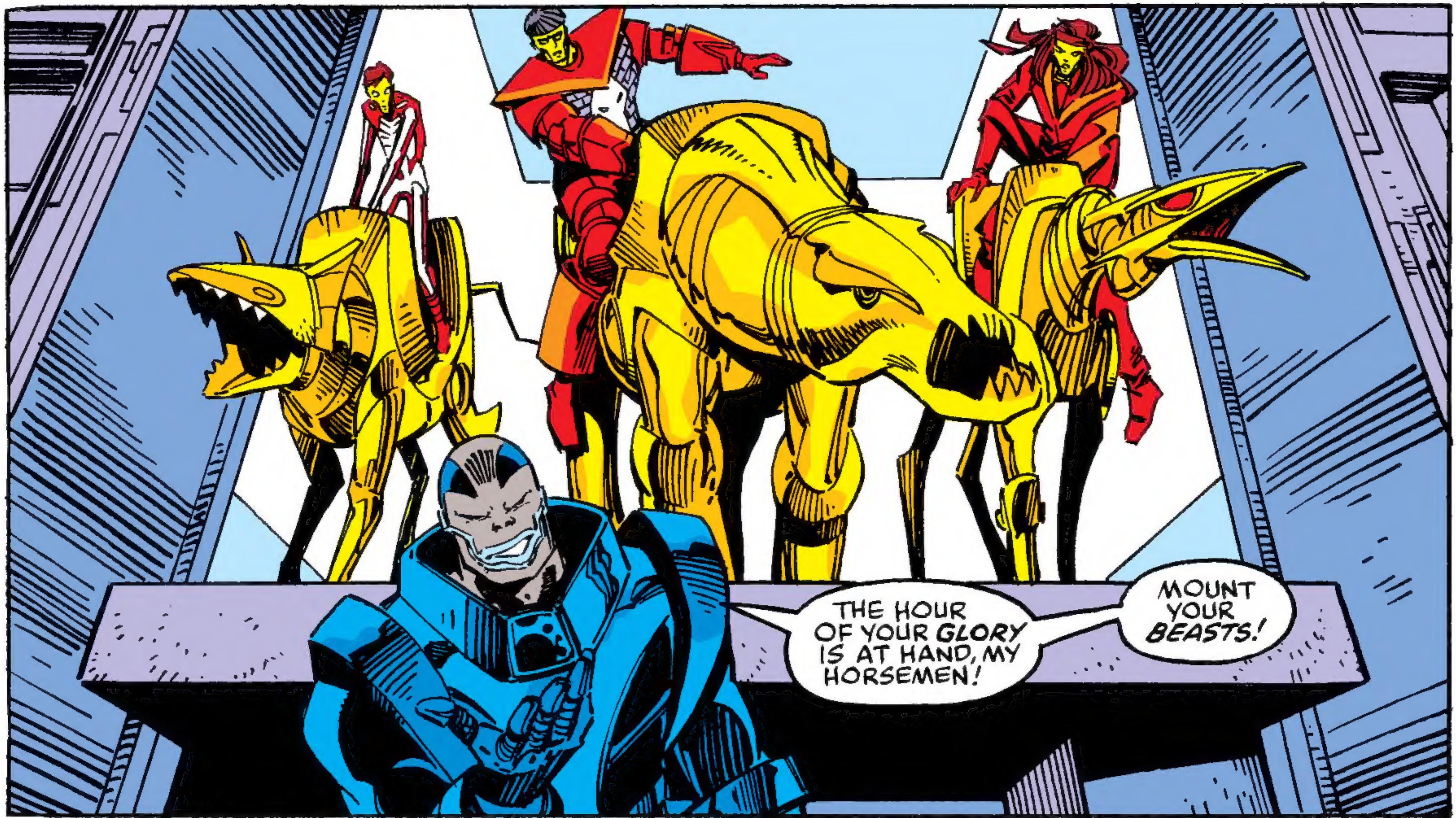
BUT WE--
X-FACTOR--
HAVE BEEN
MUTANTS'
WORST
ENEMIES!

SHRAKT!

THAT TIME
IS OVER!

WE NEED TO
BUILD PEACE
BETWEEN OUR PEOPLES,
APOCALYPSE--NOT
MISTRUST AND
VIOLENCE!





YES, FIGHT THEM!
TEST YOURSELVES
AGAINST THEM! TO-
GETHER WE SHALL
DISCOVER YOUR
TRUE WORTH!

CLAP!

A WARNING,
CYCLOPS! NEXT
TIME, I'LL TAKE
OFF YOUR HEAD!

HE'S SURROUNDED
BY A TELEKINETIC
INHIBITOR FIELD
AND MIRRORED
TO REFLECT MY
OPTIC BLASTS!
HOW--?

BOOM!

DISTRACT
HIM! KEEP
HIM TALK-
ING...!

SURE, FIGHT US,
WAR, BUT WHY AT-
TACK DEFENSELESS
HUMANS? WE'RE
ALL FROM HUMAN
STOCK...

...MUTANTS
ONLY THROUGH
AN ACCIDENT
OF BIRTH, OUR
DEBT TO THEM--

I OWE A
GREATER
DEBT! I WAS
A SOLDIER,
PARALYZED,
FORGOTTEN
BY MY
COUNTRY!

POTENTIALLY
POWERFUL...
BUT UNABLE
TO CLAP MY
HANDS... TO
EXERCISE
THAT POWER!

APOCALYPSE
TOOK ME... RE-
CREATED ME.
UNLEASHED THE
NOISE AND LIGHT
AND LIFE! HE
MADE ME WAR--
--AND NOW I'LL
GIVE YOU PEACE!
THE ULTIMATE PEACE
...OF THE GRAVE!

HA! HA!
HA! HA!
HA!

PEACE... YOU
WILL LACK, JEAN
GREY! BUT I
CAN GIVE YOU
POWER!

I CAN SHOW
YOU THAT SPARK
WITHIN YOURSELF
THAT COULD GROW
TO CONSUME ALL.

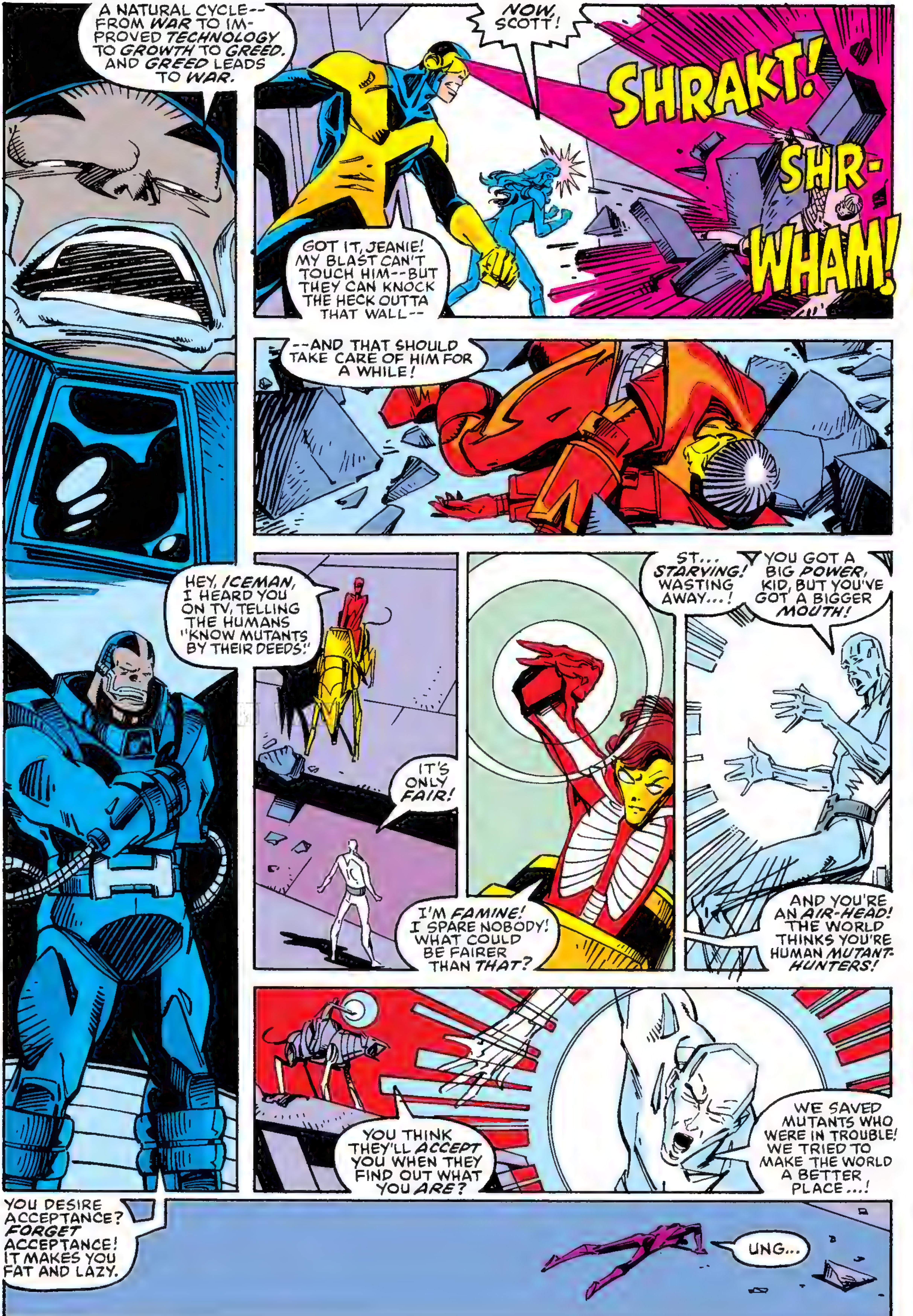
NO!
SCOTT--
MOVE!
NOW!

THUD!

CALIBAN:
WATCH
OUT!

BOINK!

UGH!



HUNGER, DESIRE,
DEPRIVATION,--
THESE MAKE YOU
STRONG.

DOES YOUR "KNOW
THEM BY THEIR
DEEDS" APPLY
TO HUMANS?

THUP!

THEY MADE THE
BOMBS, INCREASED
THE RADIATION
THAT LED TO
MUTANT BIRTHS--

YOUR
BIRTH...
AND
MINE!

"HUMANS, TOO, HAVE
BEEN MY ALLIES. NOW
THEY WOULD DESTROY
THEIR CHILDREN. YOU
WANT JUSTICE."

IS IT NOT JUST
THEY PERISH AT
YOUR HAND?

YOU DIG
TECHNOLOGY,
APOCALYPSE!
WELL, DIG THIS!

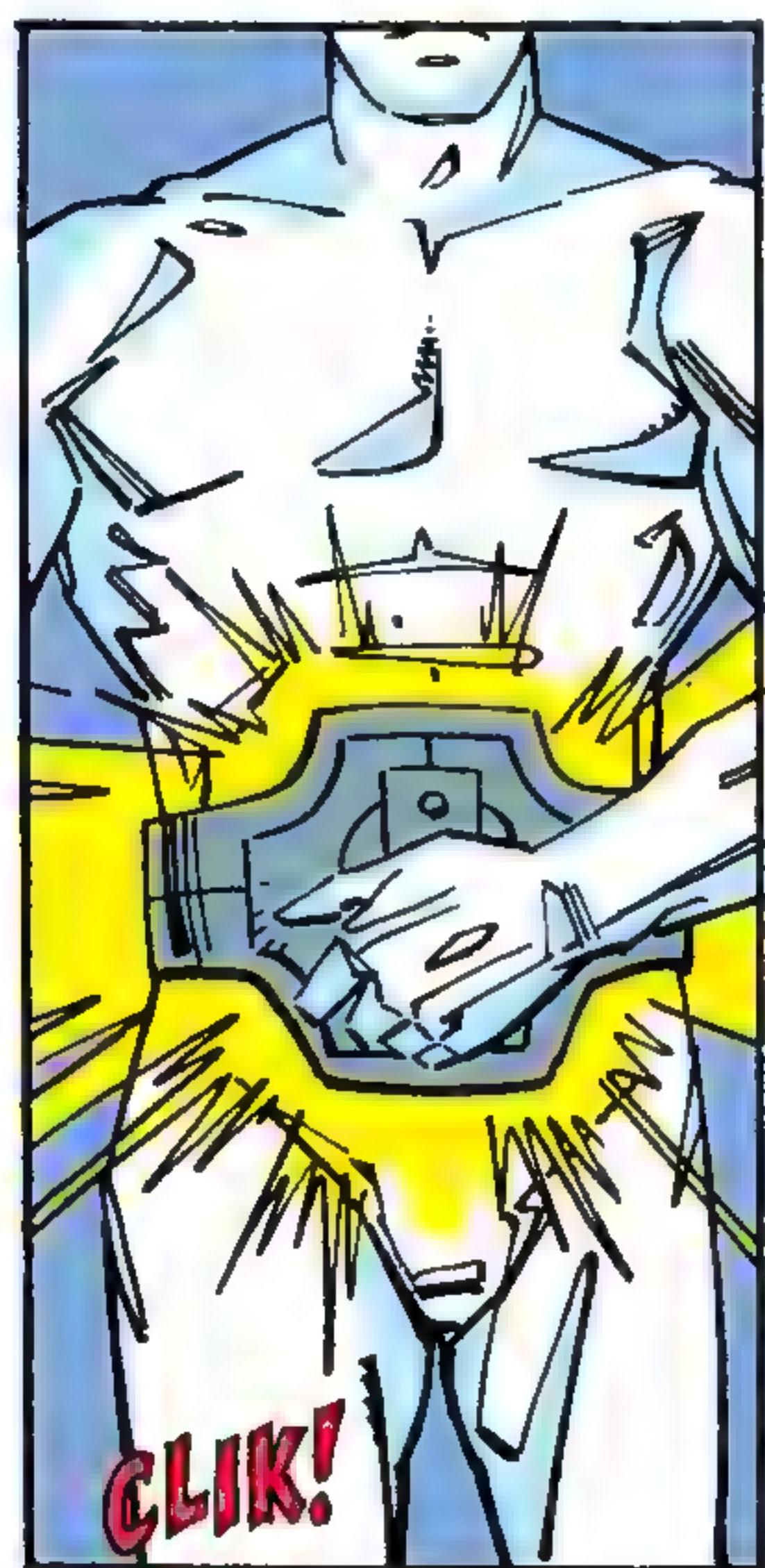
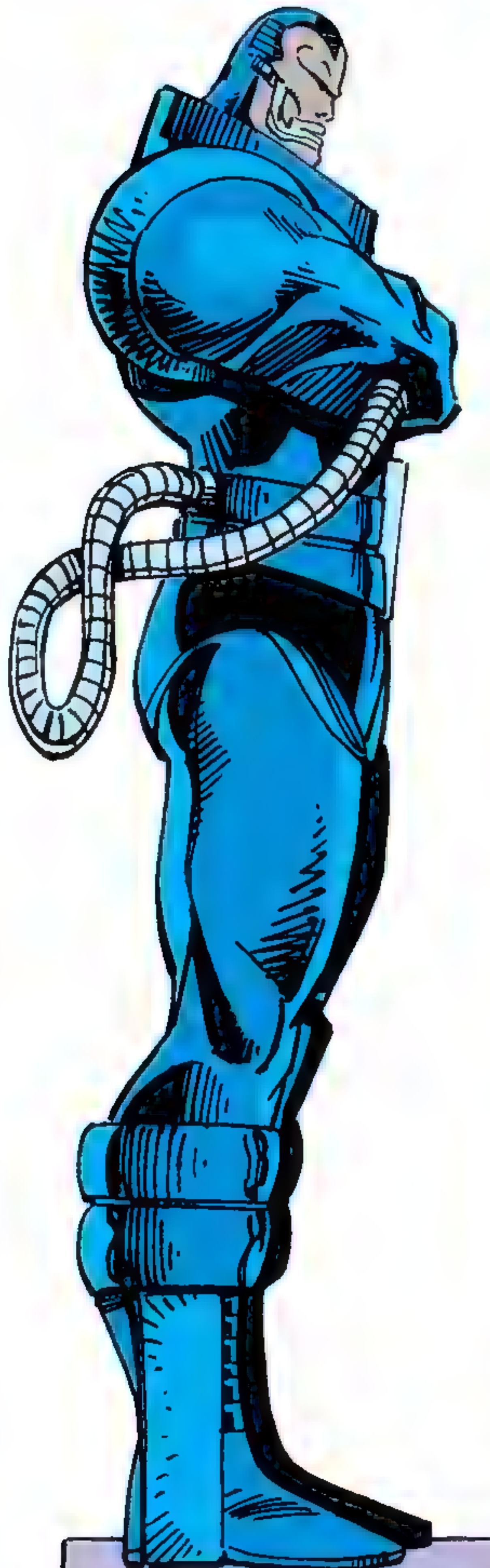
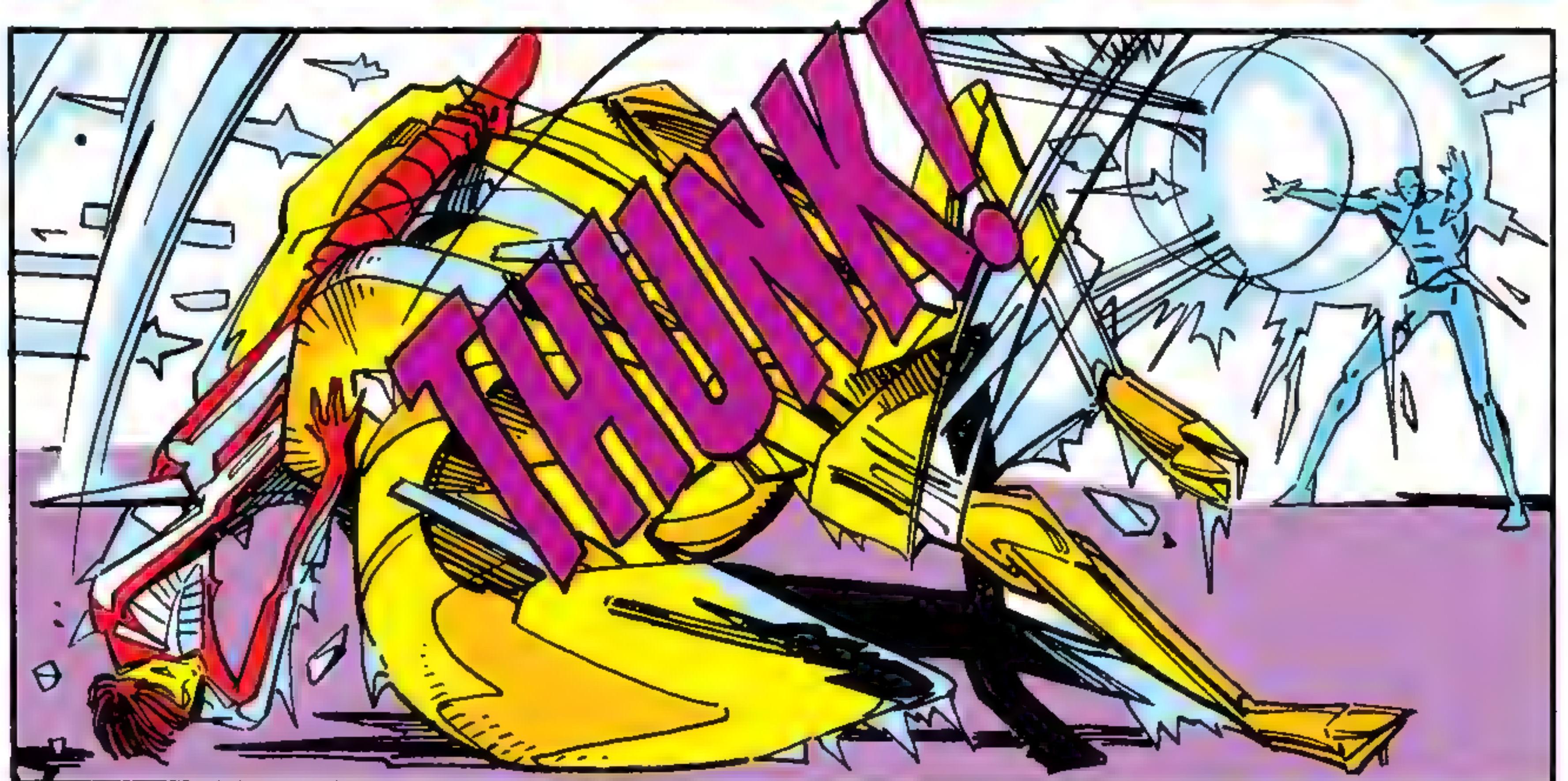
CLIK!

HUMANS...
THE RIGHT...
CREATED THIS
BELT TO INHIBIT
MY POWER, BUT
I'D GROWN TOO
STRONG FOR
IT!

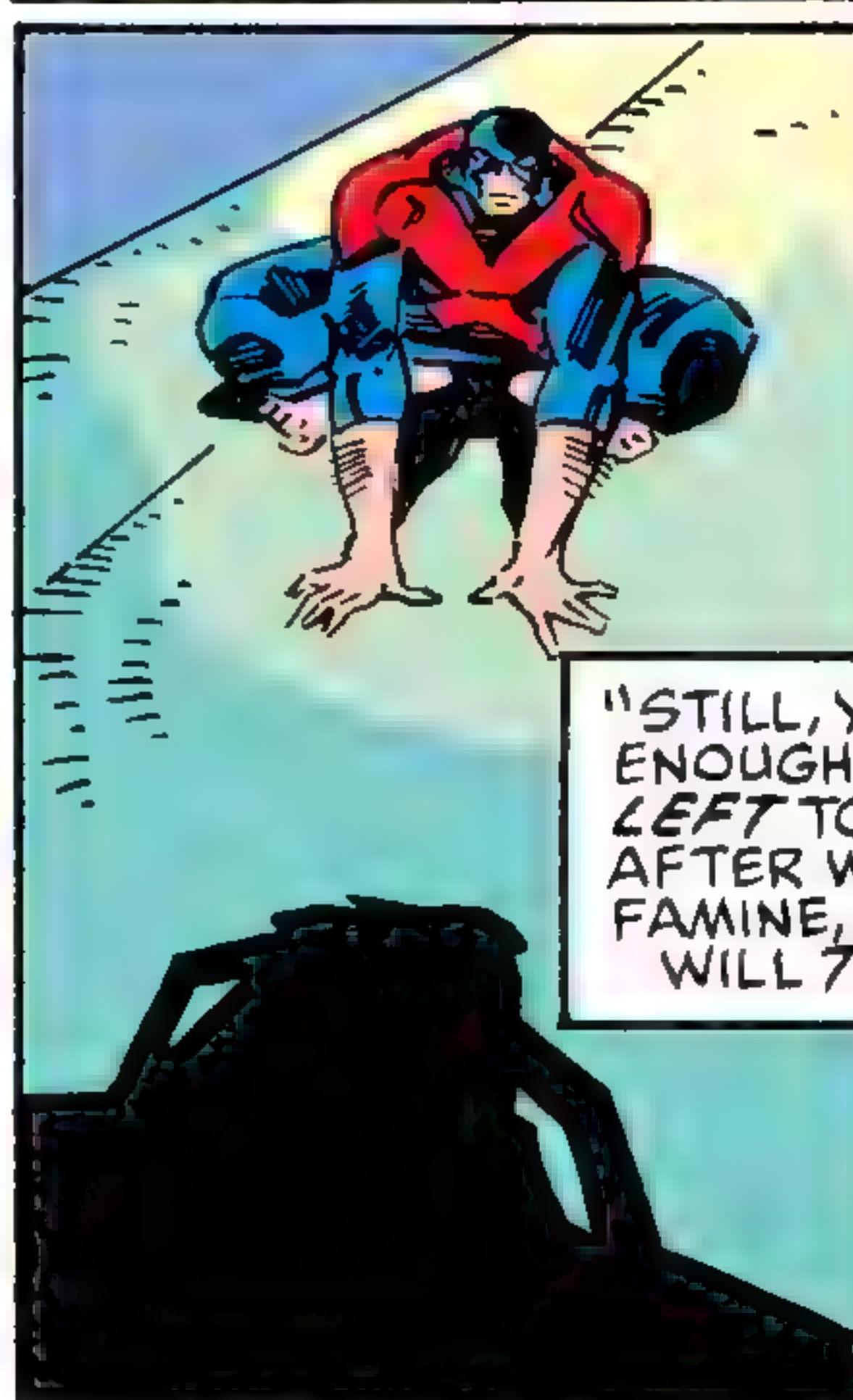
AND I THINK
IT'S TIME TO SHUT
OFF THE INHIBITORS
...AND CUT LOOSE!



HA! HA!
HA! HA!



"YOU ARE AN INTELLECTUAL BEAST! OR AT LEAST YOU WERE...?"

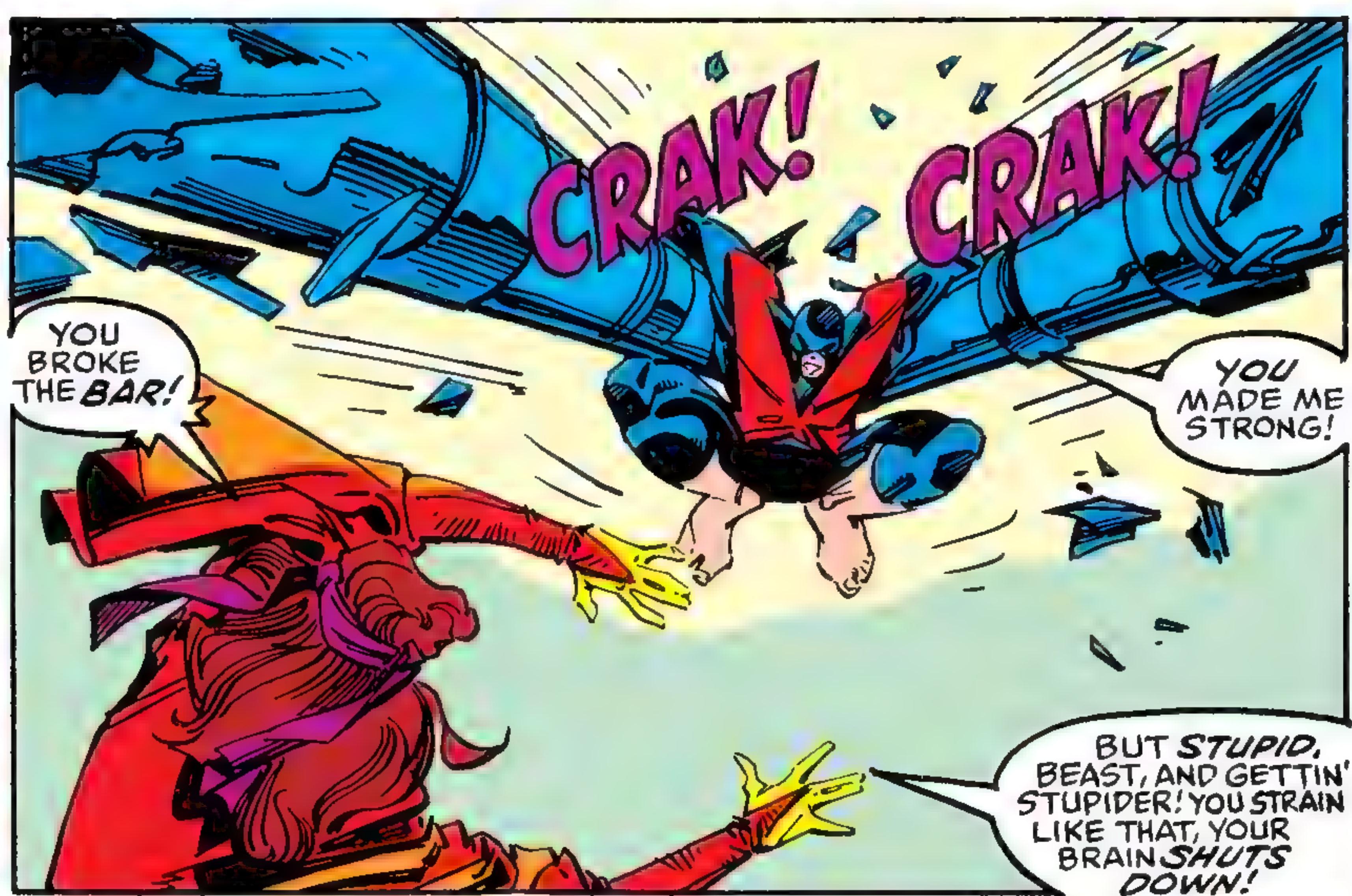
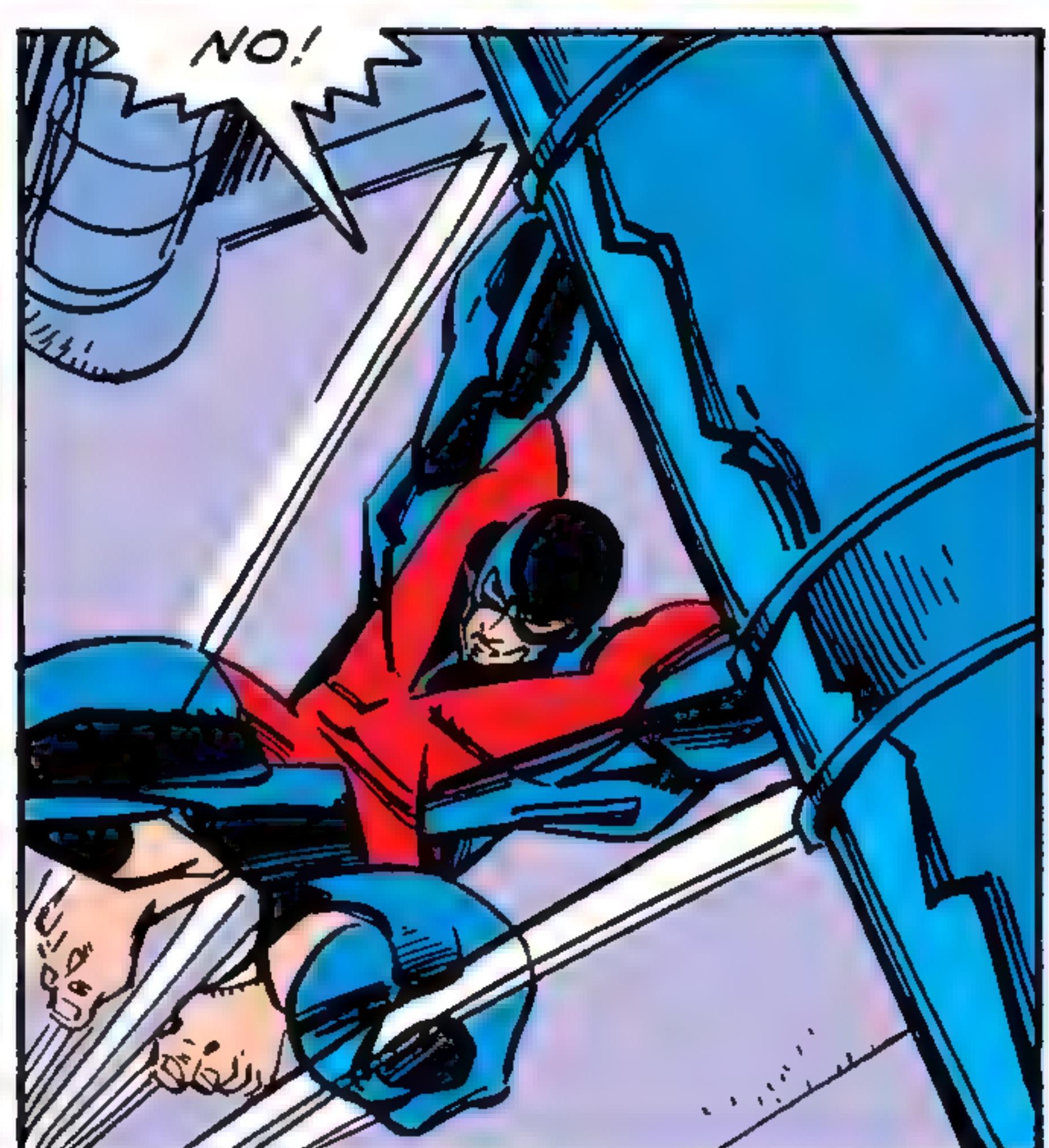
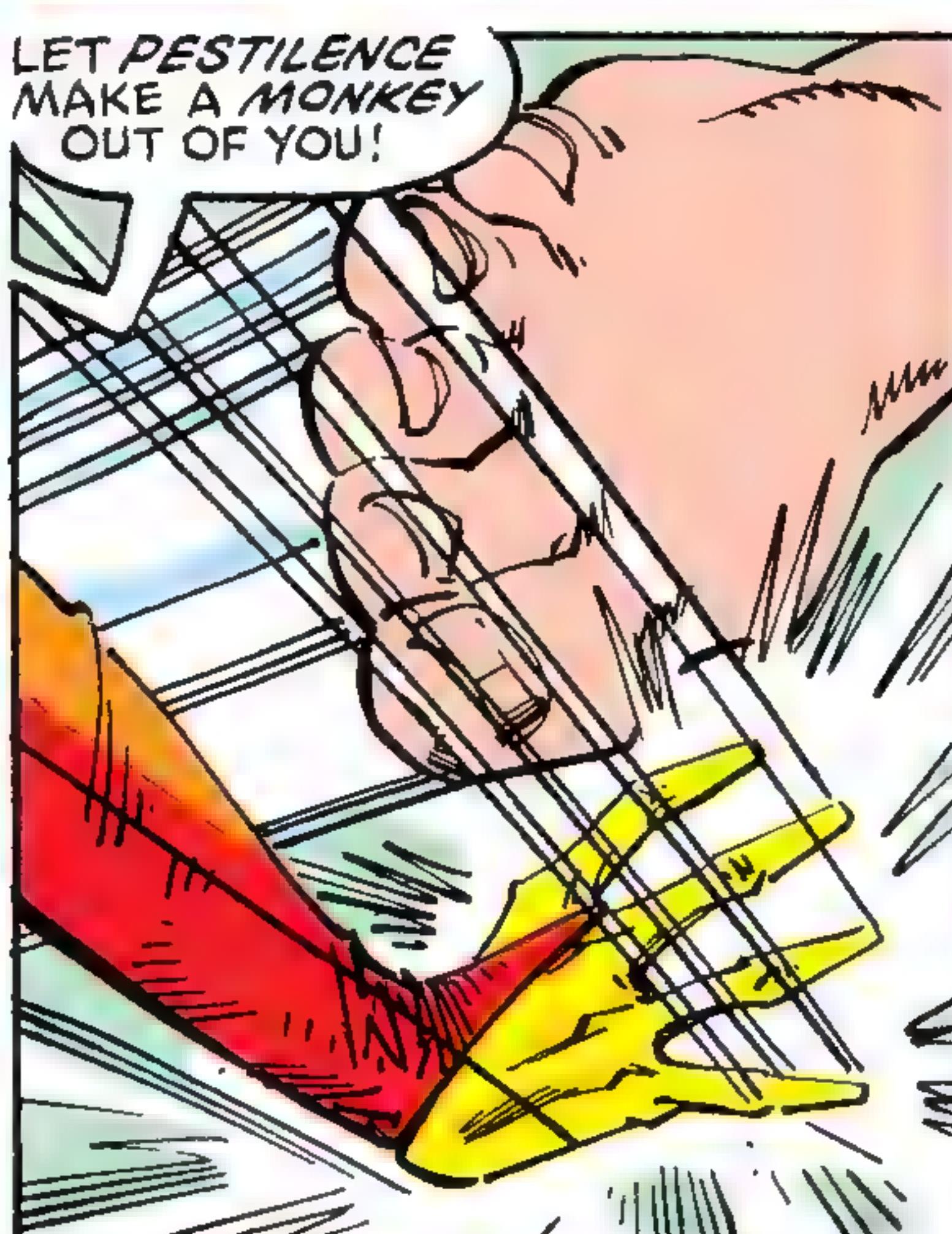
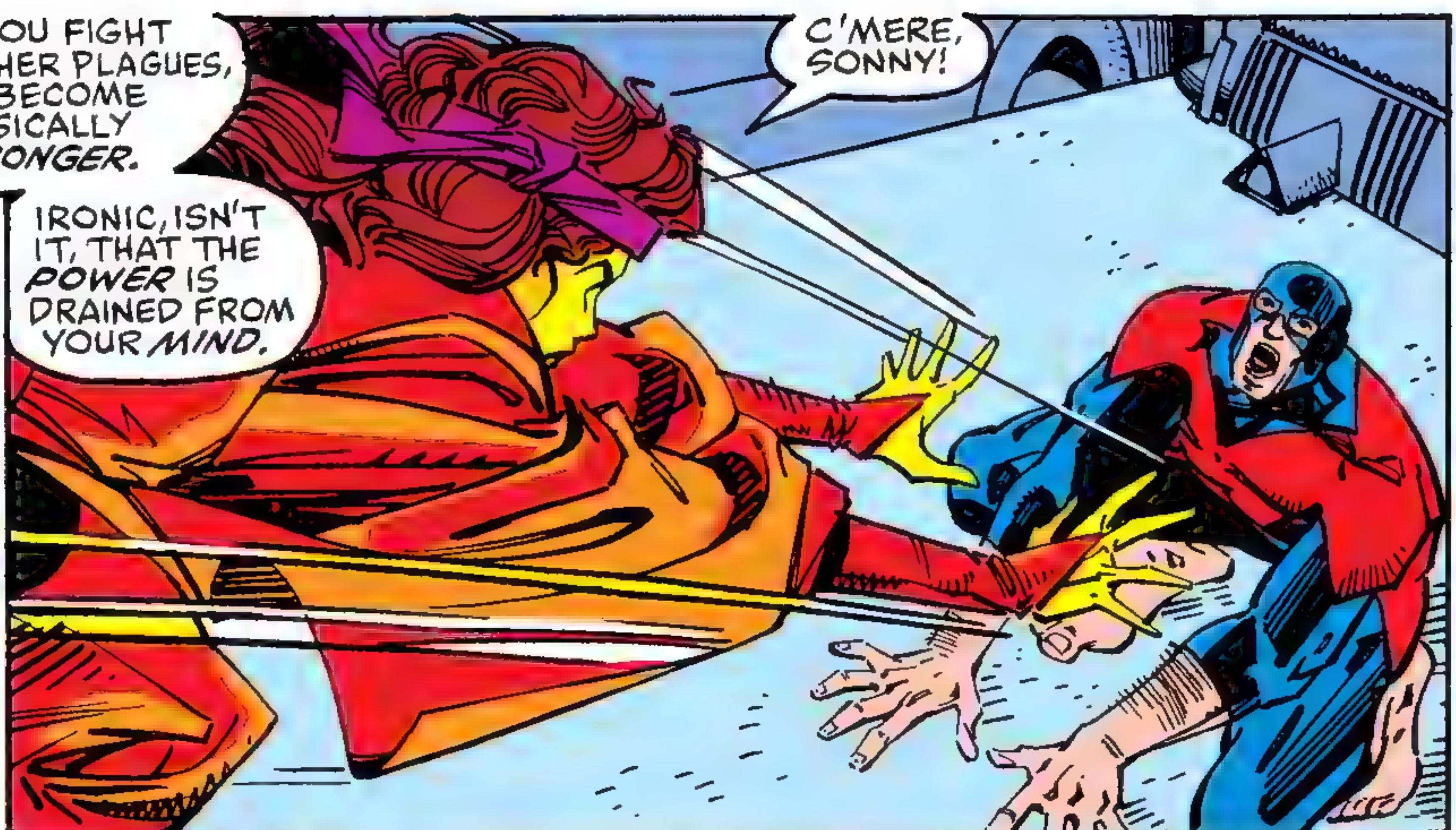


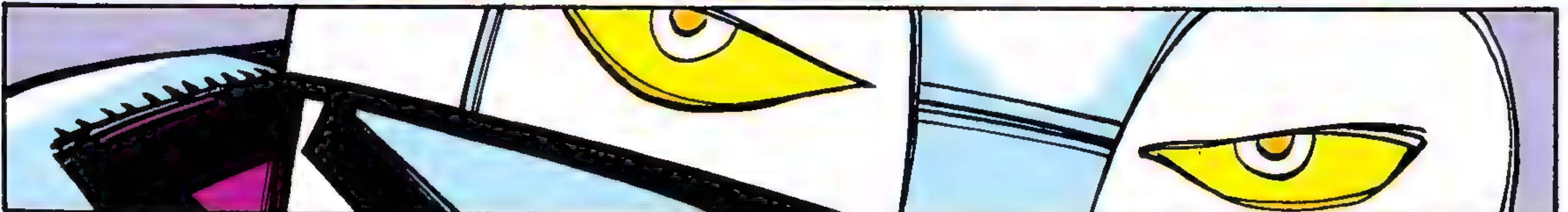
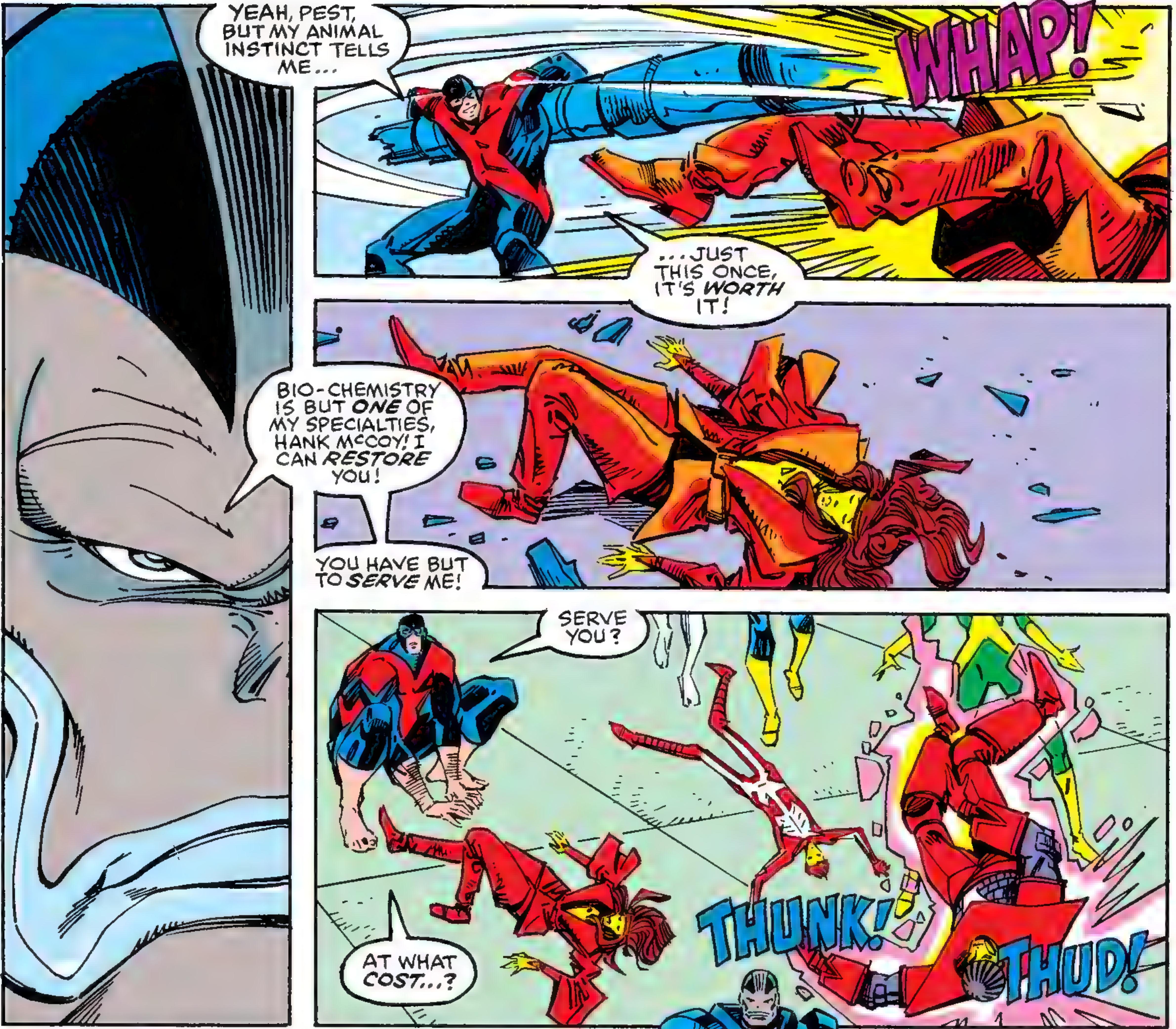
AH! AND PESTILENCE'S INFECTIOUS TOUCH, IN COMBINATION WITH THOSE DRUGS, HAS OVER-ACTIVATED YOUR IMMUNE SYSTEM!

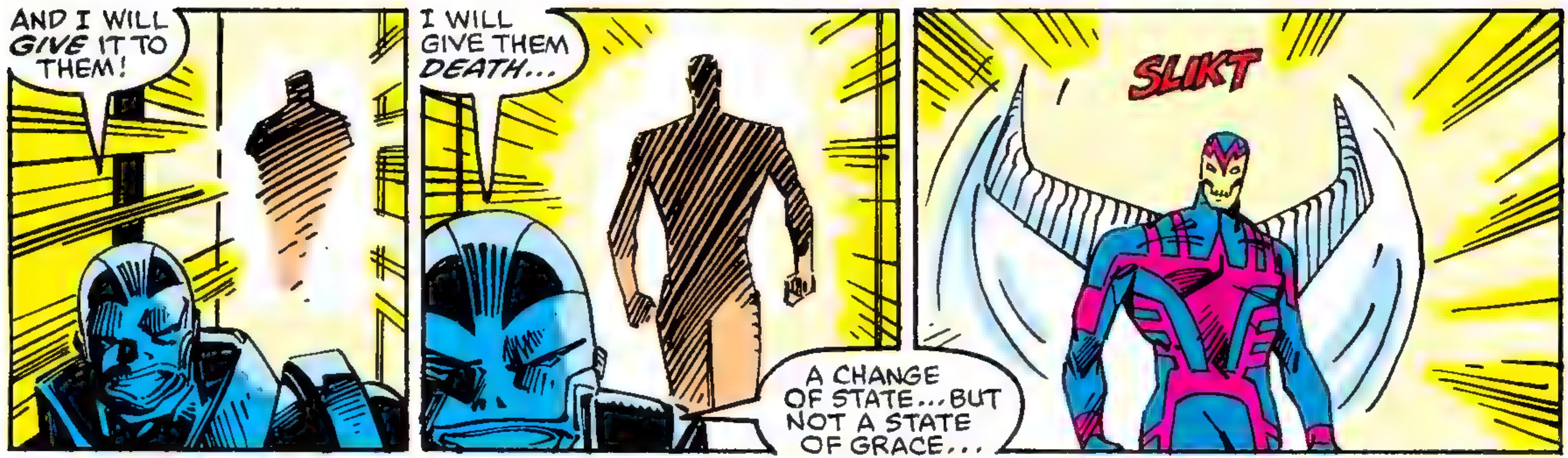
AS YOU FIGHT OFF HER PLAGUES, YOU BECOME PHYSICALLY STRONGER.

IRONIC, ISN'T IT, THAT THE POWER IS DRAINED FROM YOUR MIND.

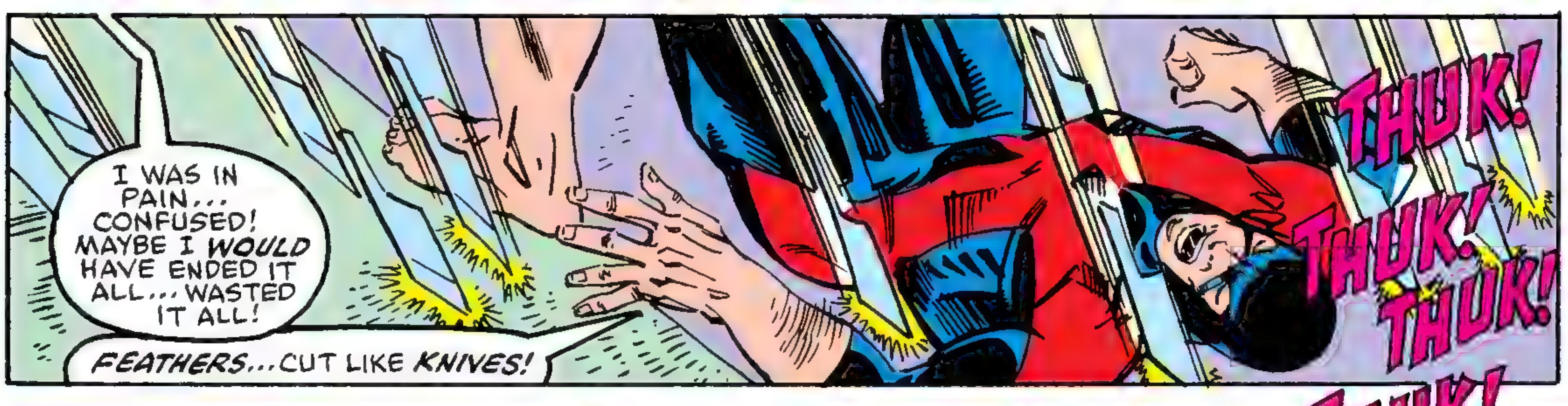
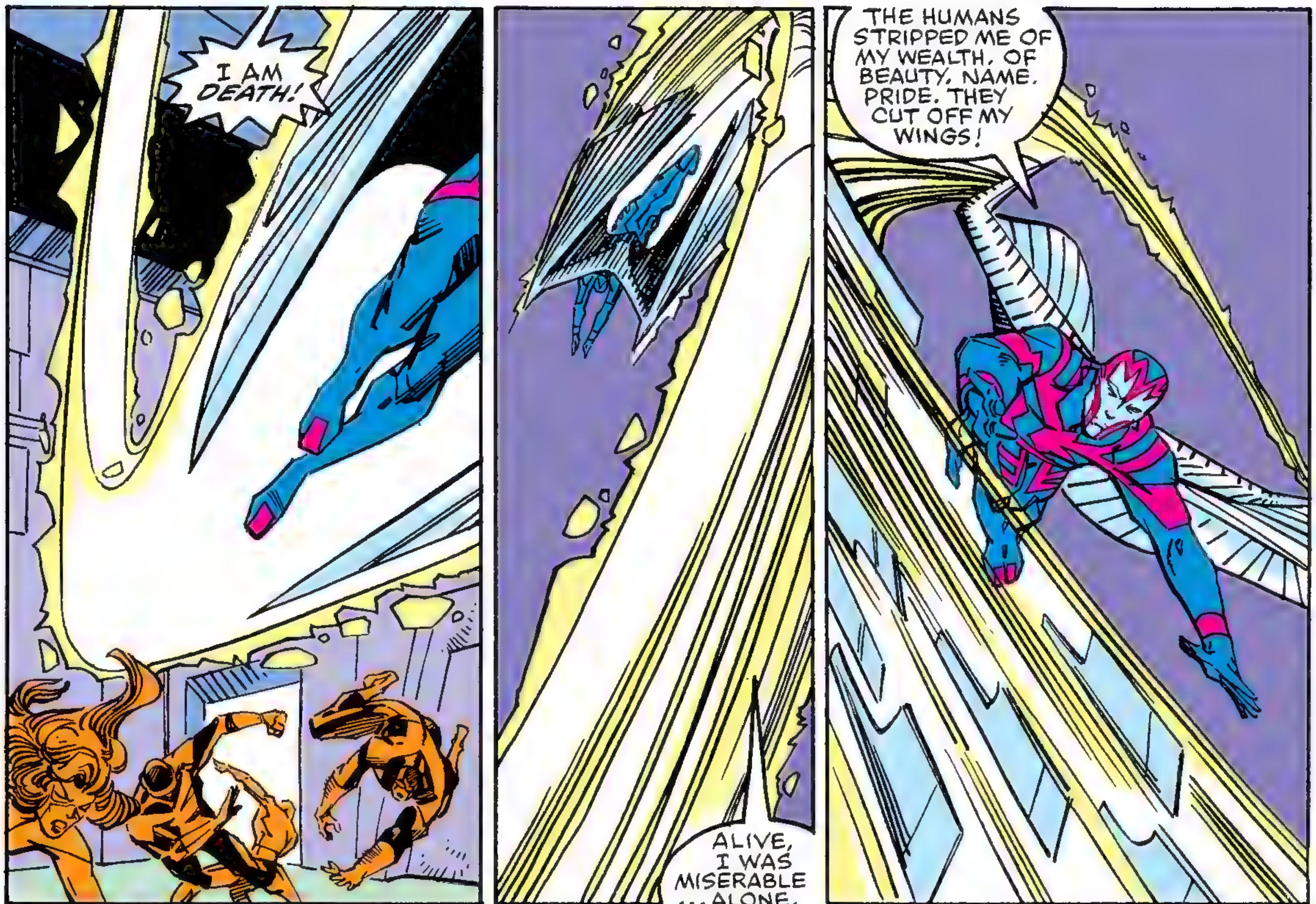
C'MERE, SONNY!



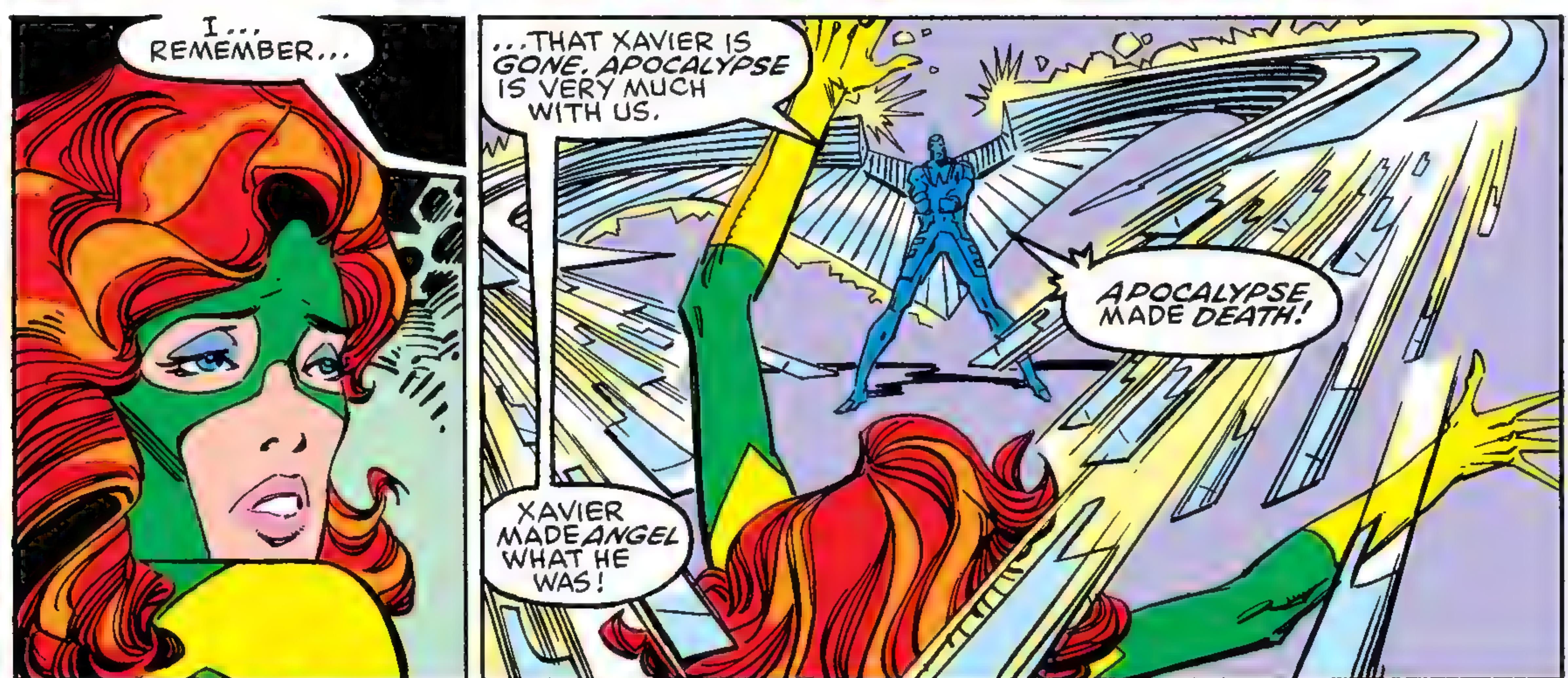
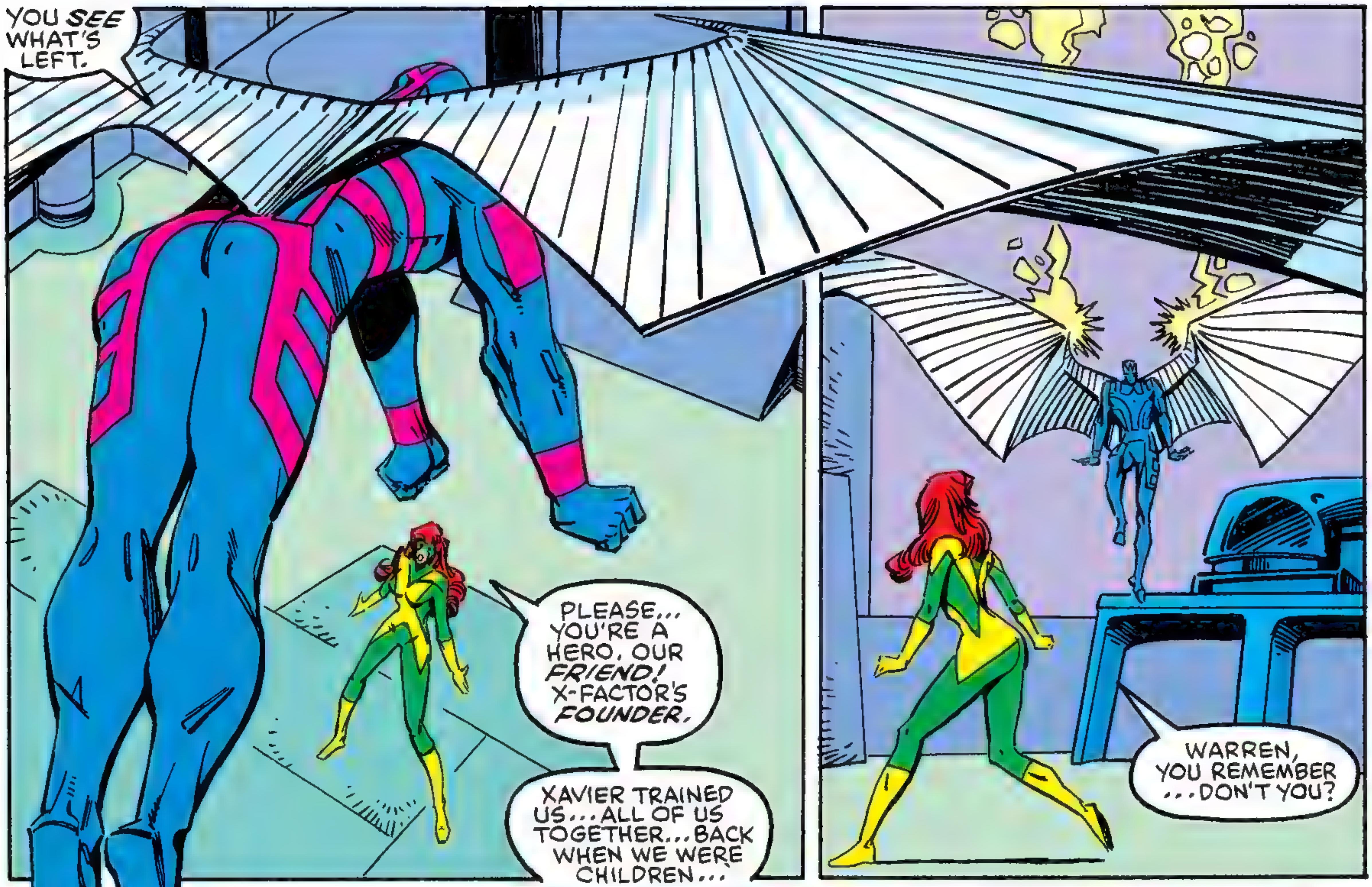


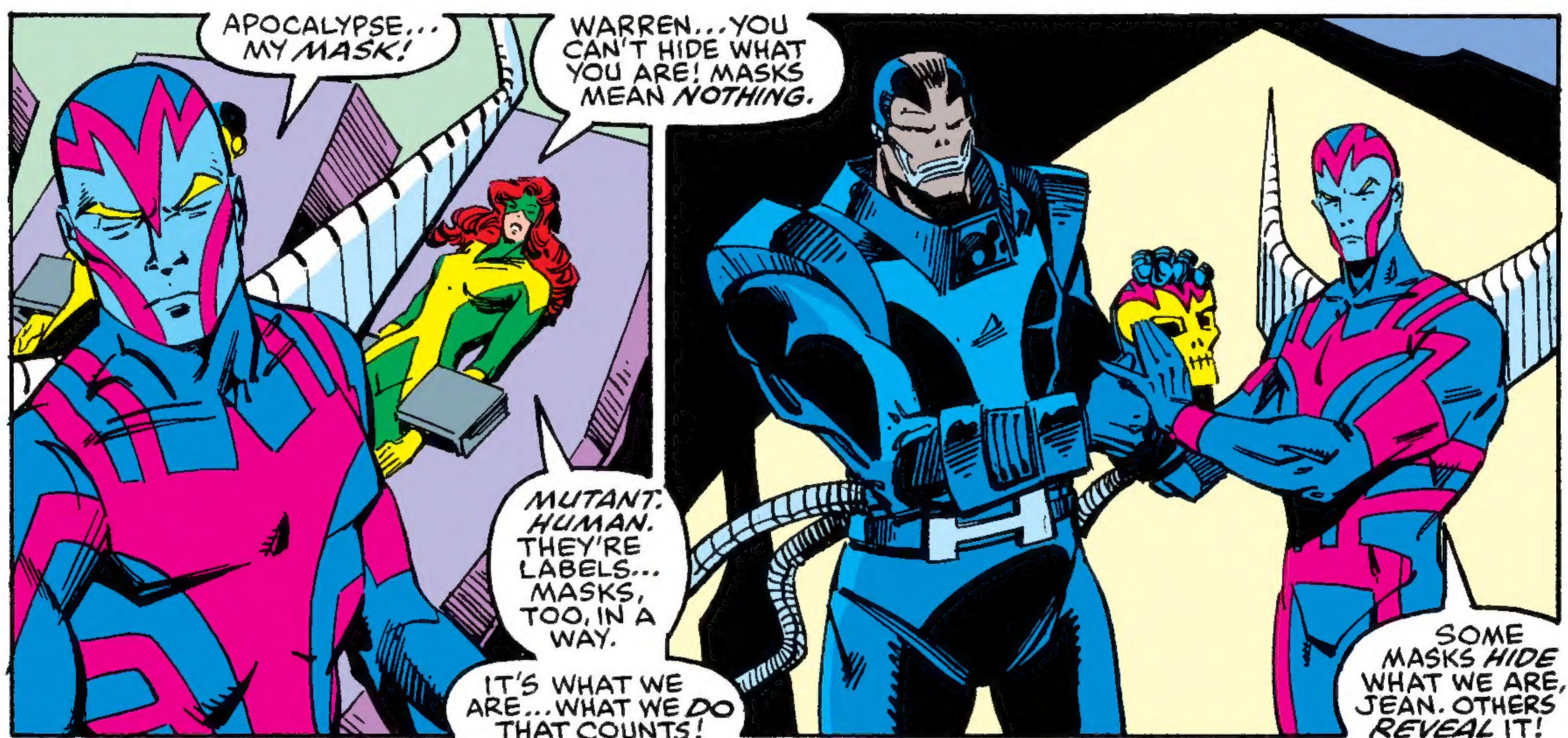
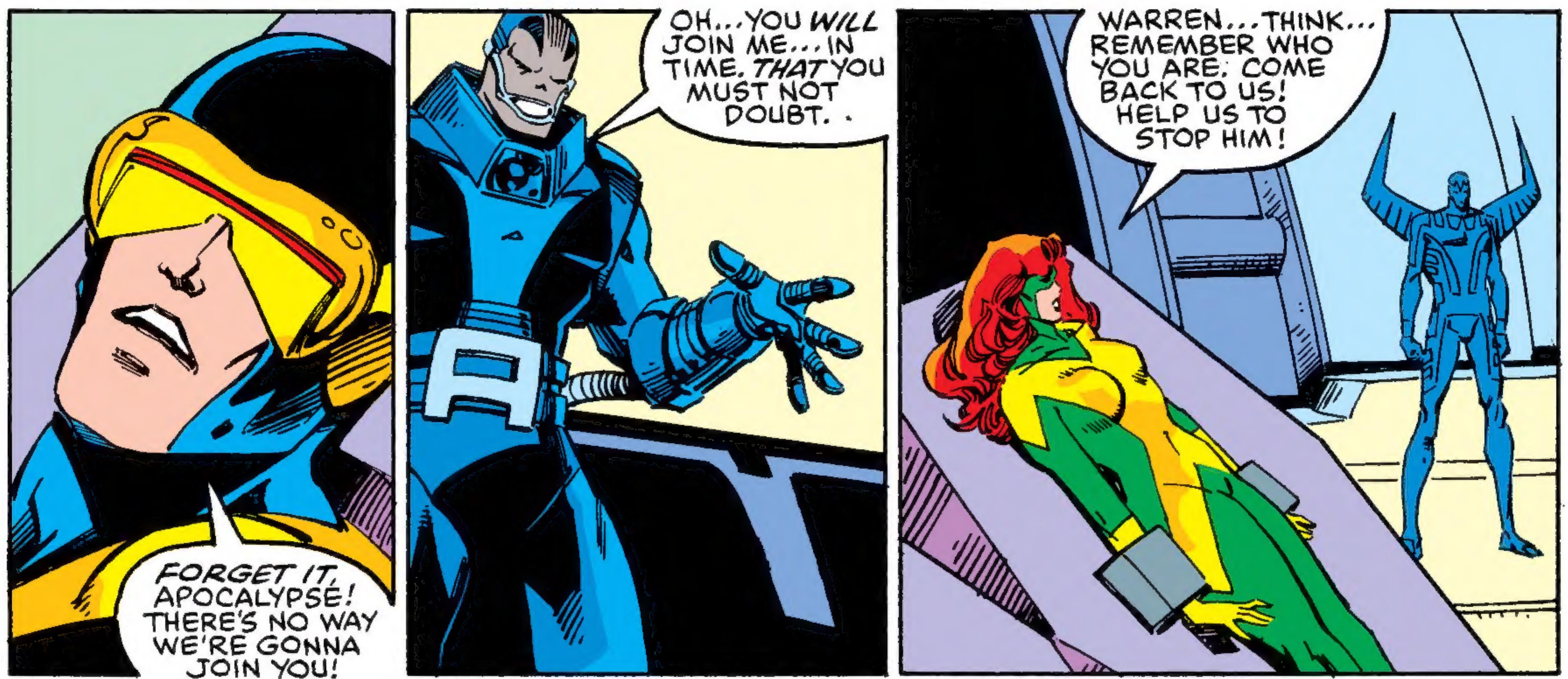
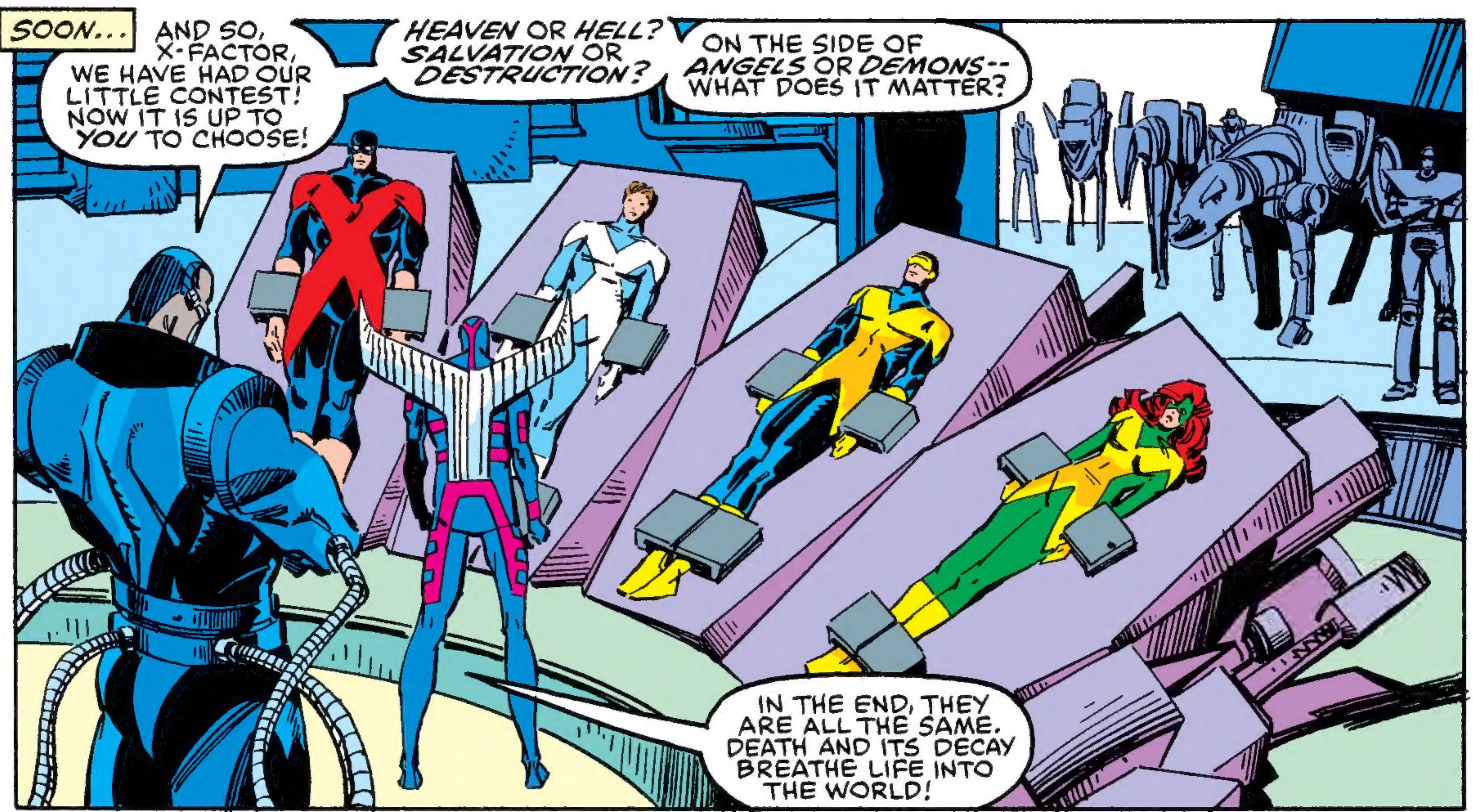


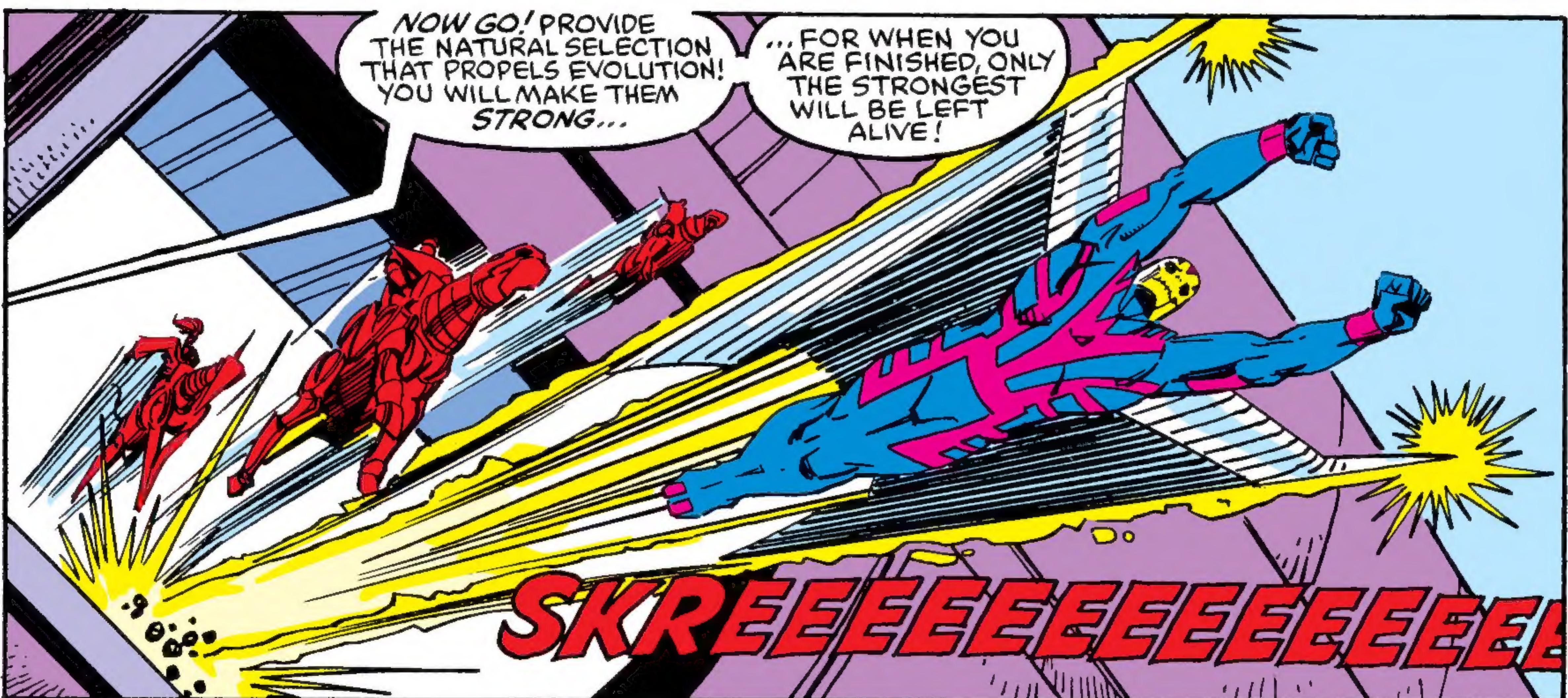
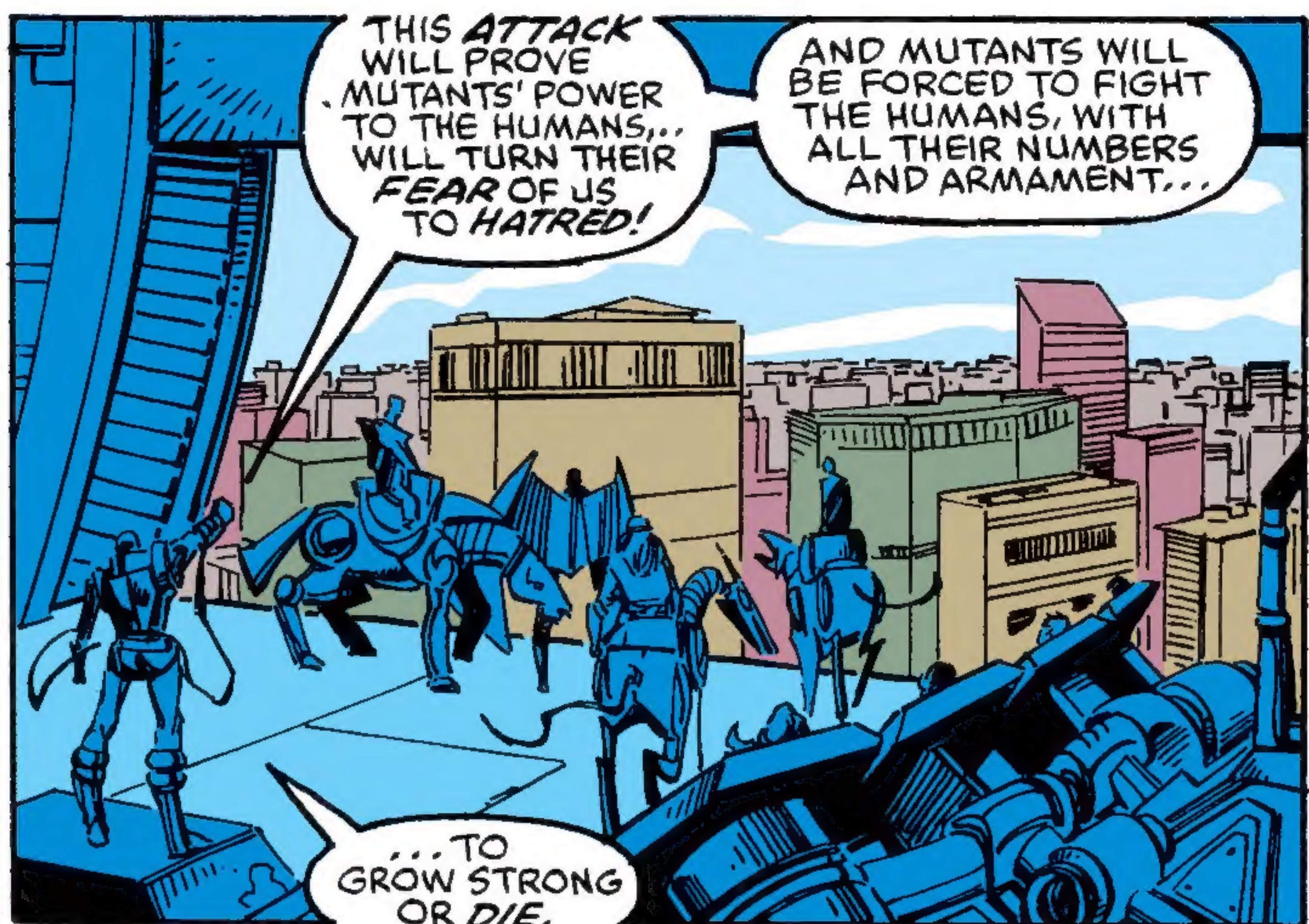
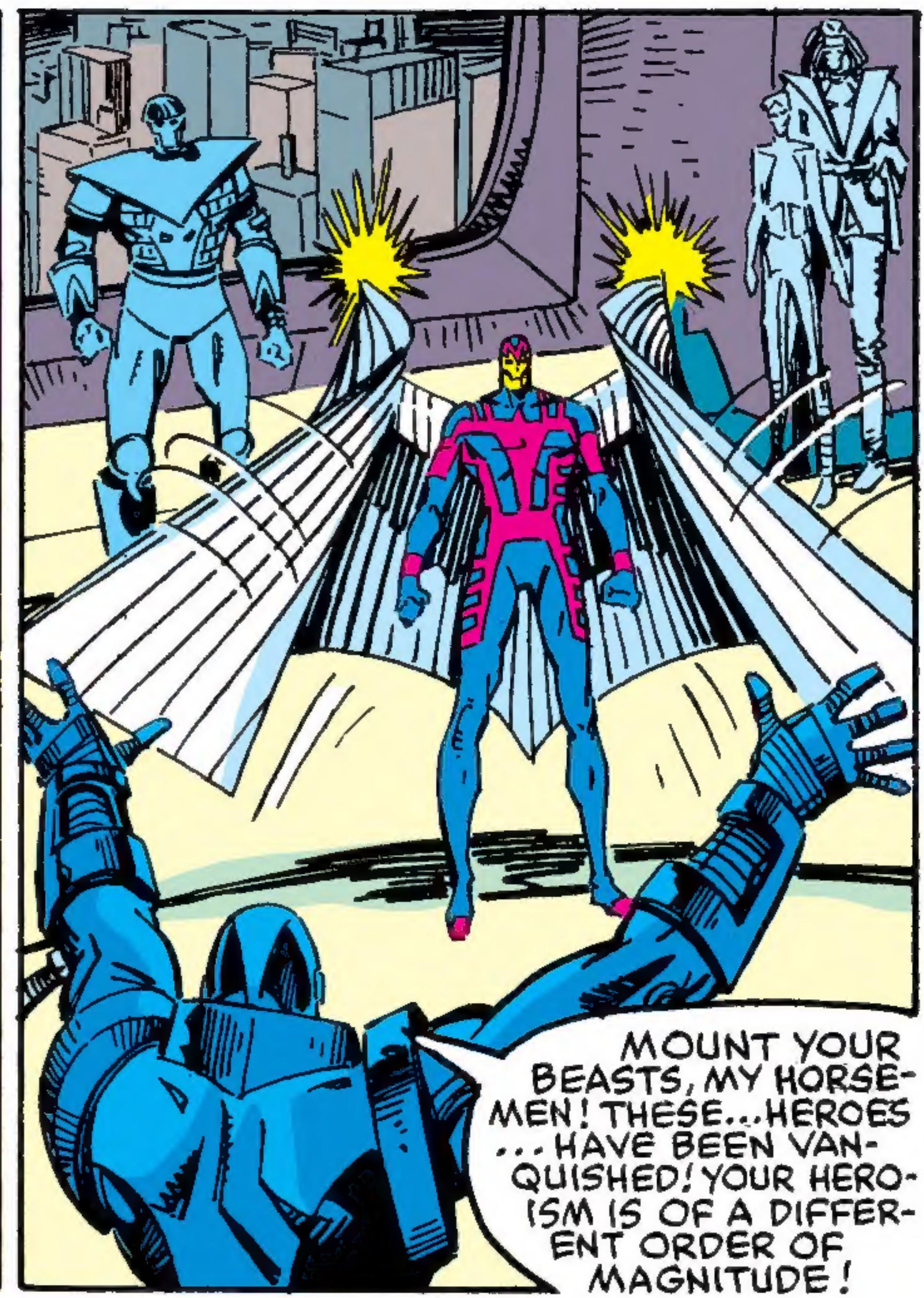
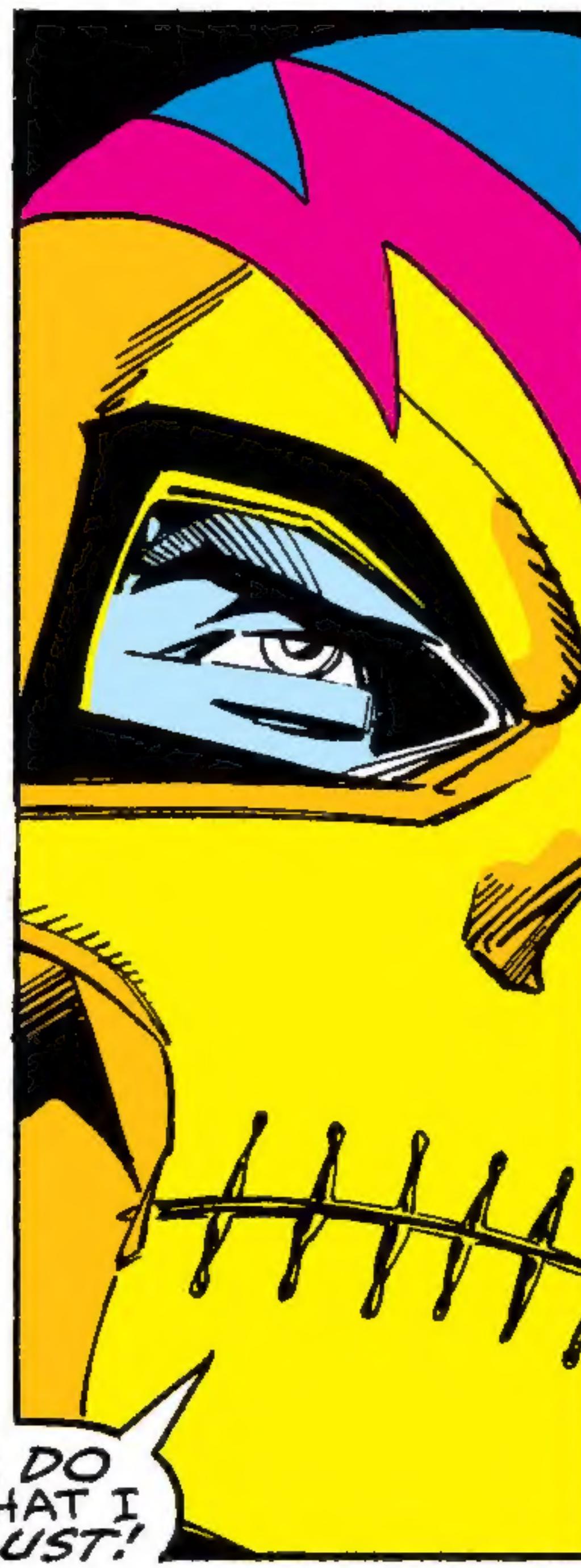
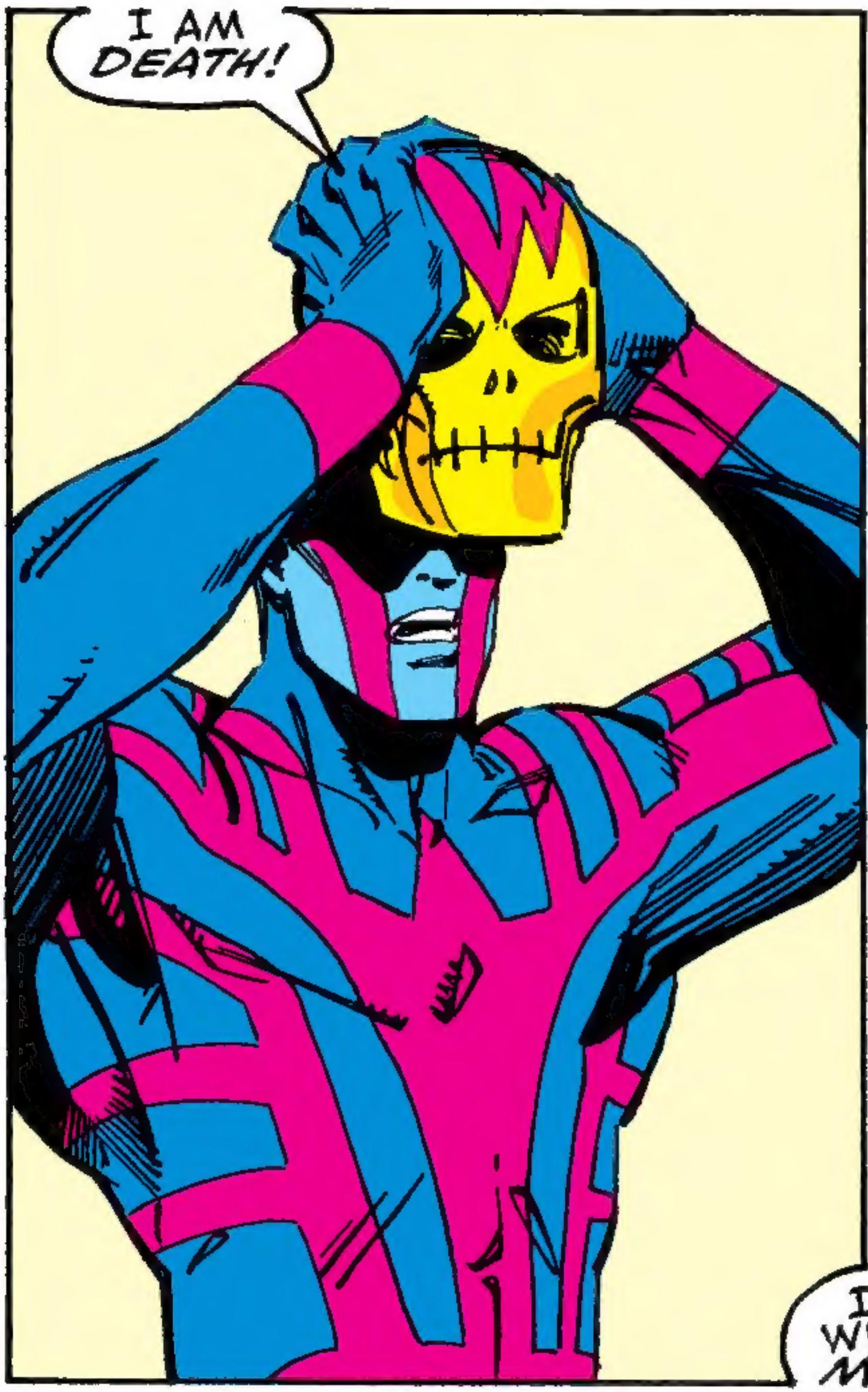


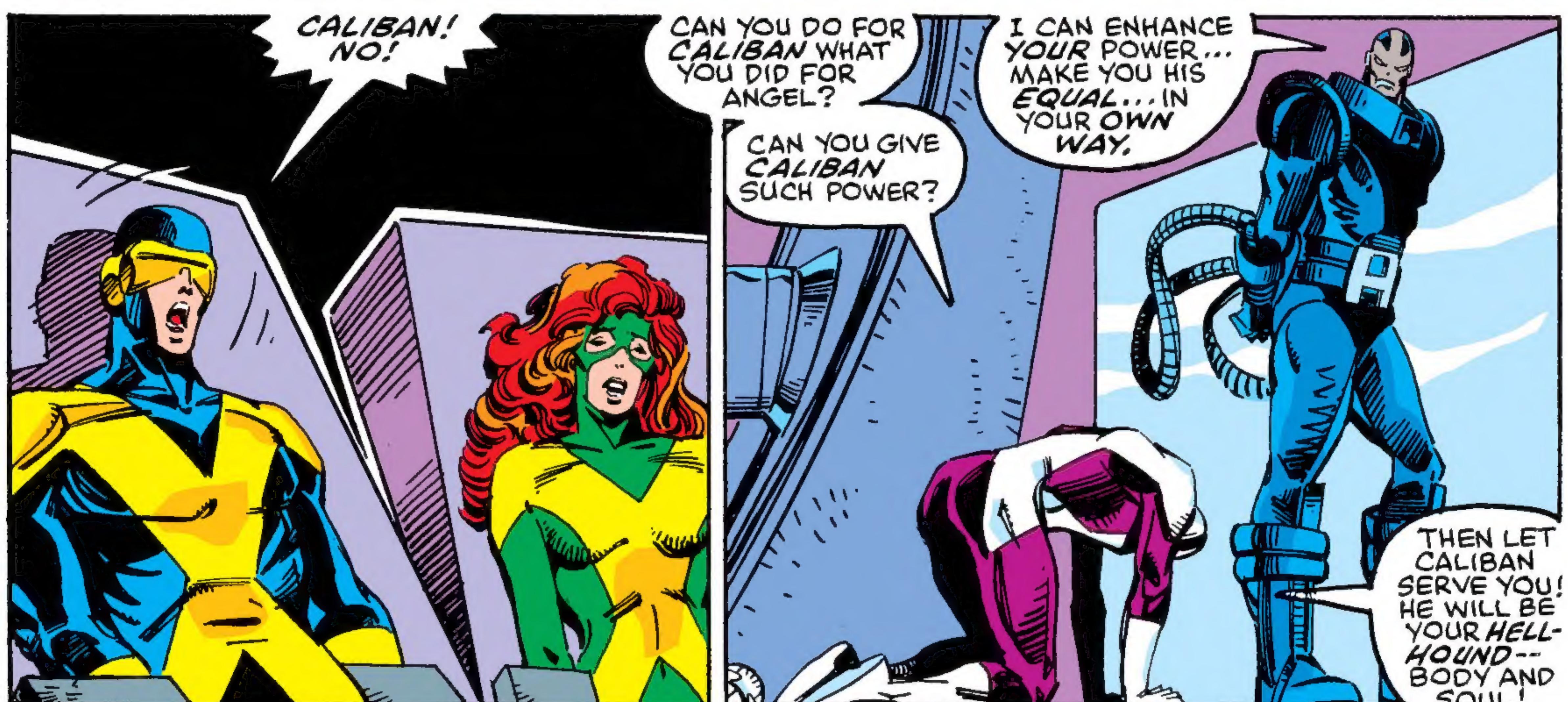
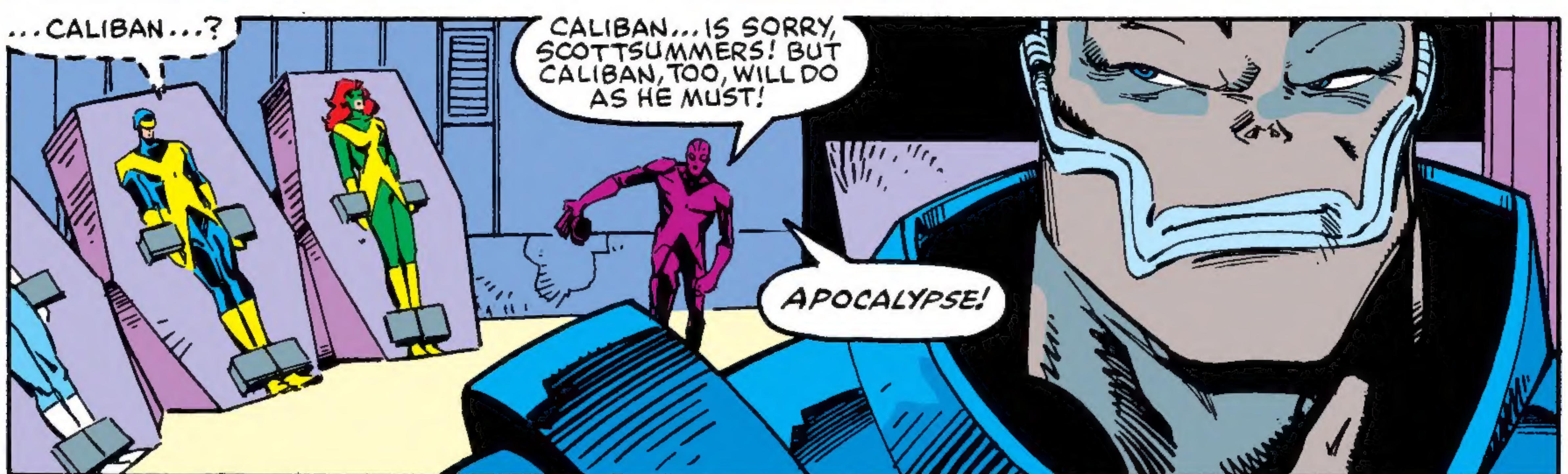
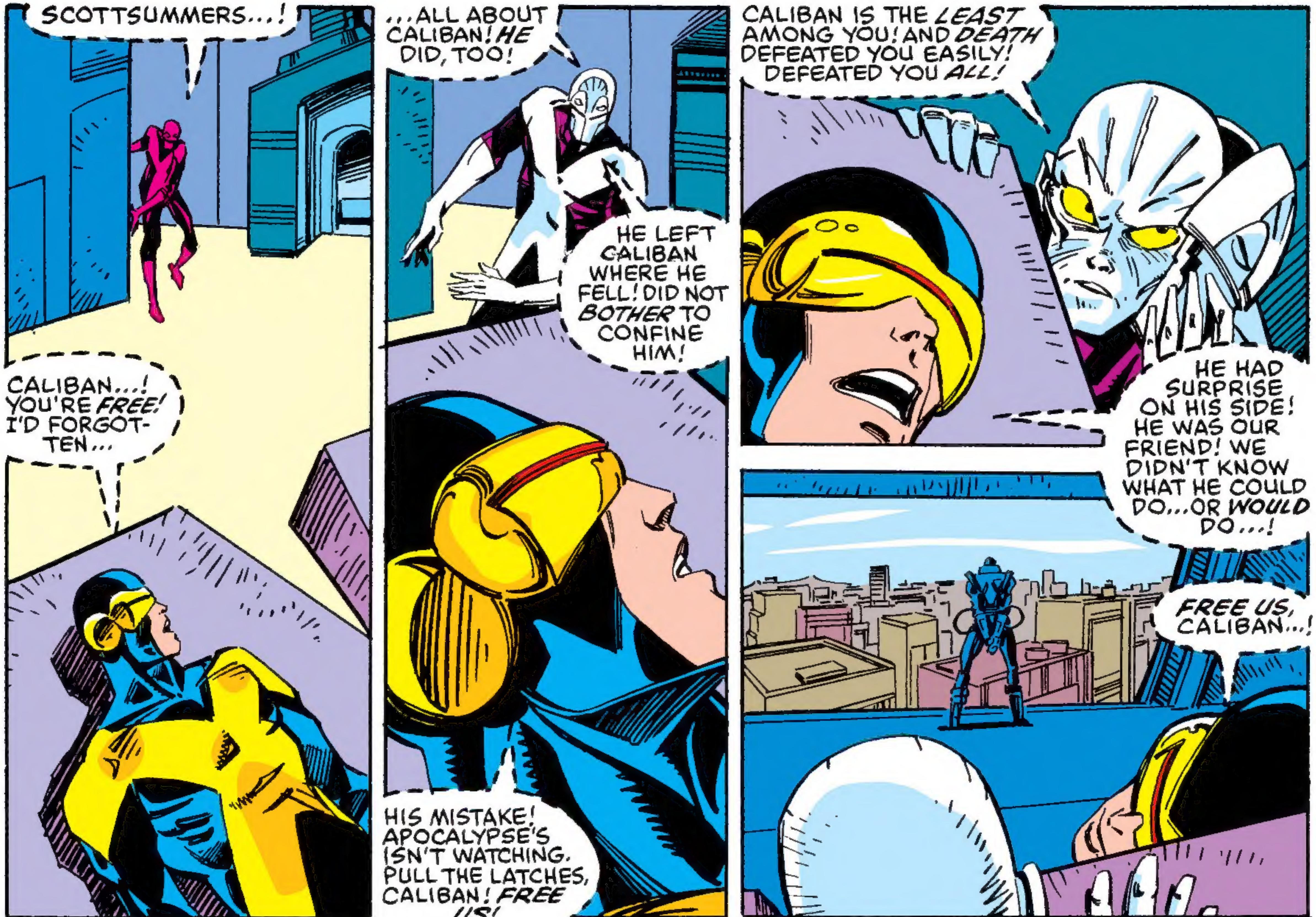


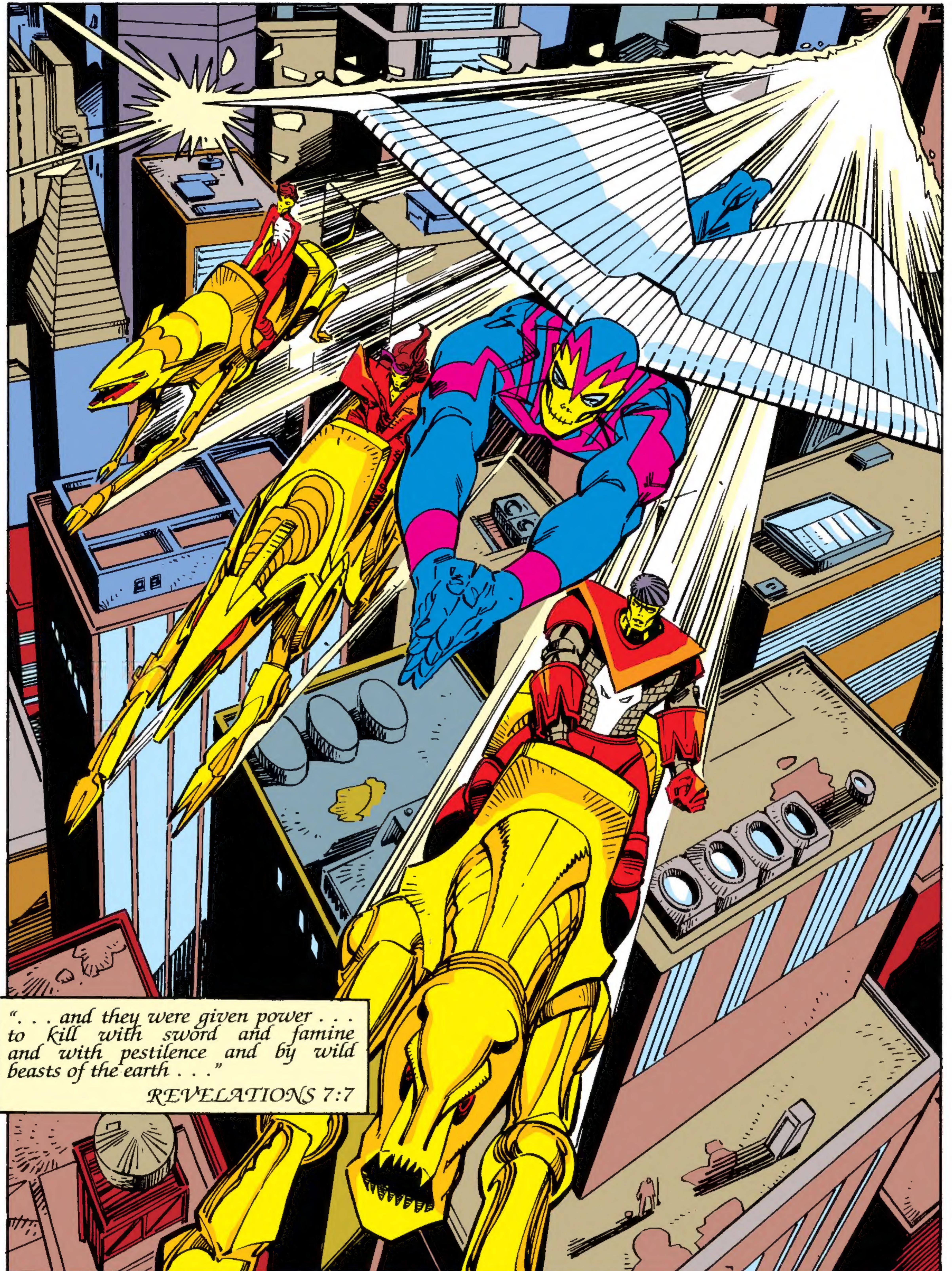
YOU SEE
WHAT'S
LEFT.











NEXT ISSUE: JUDGMENT DAY!

BE
HERE!